

## HOUSTON RECOVERY CENTER LGC

### Minutes for Meeting of Board of Directors

January 16, 2025 at 12:00 p.m.

The undersigned, being the duly appointed Secretary of Houston Recovery Center LGC (the "Corporation"), hereby certifies that the following are true and correct Minutes of the January 16<sup>th</sup> 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 meeting date. 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 January 13<sup>th</sup> 2025 in the same manner and location as required by law of the City of Houston, Texas (the "City").

Summarized Agenda Item	Discussion	Decision & Follow-Up
I. Call to order (Board Member)	Board Chair, Dr. Asim Shah not present, responsibilities with unanimous consent were assigned to Dr. Scott Basinger to carry out duties in his absence as temporary chair <i>pro tempore</i> for this session. Dr. Scott Basinger called the meeting to order at approximately 12:09 p.m. at Houston Recovery Center, 2 <sup>nd</sup> floor conference room, 150 N. Chenevert St., Houston, Texas 77002.	
II. Roll call, confirm presence of quorum (Chair)	Chairman pro tem, Dr. Scott Basinger, recognized the acting Administrative Assistant, Ms. Stacey Cramer-Morais as recording Secretary for the meeting and she took roll. The roll is noted below: <i>Officio</i> Asim Shah, M.D. – Absent Attorney Burnell Jones – Present Hank Rush - Absent Scott F. Basinger, Ph.D. – Present Howard Henderson, Ph.D. – Present Randall Houston – Present Michelle Alexander, Ph.D. – Present <i>Ex-Officio</i> David Persse, M.D. – Absent Stephen Williams – Absent Legal Counsel, Mr. Clifton Journet – Present Asst. Chief Patricia Cantu – Absent Commander Isaac Duplechain (HPD) – Absent	Chairman pro tem, Dr. Basinger announced that a quorum of the Directors was present.

	<p>Mr. Leonard Kincaid, Houston Recovery Center Chief Executive Officer – Present</p> <p>Stacey Cramer, Houston Recovery Center Admin. Assistant – Present</p> <p>Debra Villanueva, Houston Recovery Center Human Resource/ Payroll Manager – Absent</p> <p>Suzanne Jarvis/Director of Data Management and Program Analytics – Absent</p> <p>Julie Long, Houston Recovery Center Director of Finance – Absent</p> <p><i>Members of the public:</i></p> <ul style="list-style-type: none"> <li>· Dr. Sara Jahansouz Wray</li> <li>· Mr. David Stutts</li> </ul>	
III. Reading of the draft Minutes	The November meeting minutes were reviewed and the Board had no revisions. Randy Houston moved to approve minutes for November 7, 2024 and Burnell Jones seconded the approval of the draft Minutes. The Board unanimously accepted.	The Board unanimously approved the Draft Minutes for November 7 <sup>th</sup> , 2024. Exh: (A)
IV. Opportunity for Public Comment	<p>Chairman pro tem, Dr. Scott Basinger, allowed an opportunity for the Board to get reacquainted with both visiting guests who are vetted candidates for open Board seats with the HRC.</p> <ul style="list-style-type: none"> <li>· Dr. Sara Jahansouz Wray</li> <li>· Mr. David Stutts</li> </ul>	Board Administrative Assistant, Stacey Cramer announced visitor(s) present
V. Reports from the Chief Executive Officer	Chairman pro tem, Dr. Scott Basinger, recognized Mr. Kincaid for a review of the Chief Executive Officer’s activity report for November and December 2024. Mr. Kincaid discussed highlights related to the Frontlines, Texas Targeted Opioid Response, the Reintegration (RIC) court and jail In-Reach and the MVP program. Additional focus was given to two new program additions, the work with the Coalition for the homeless and their interest in further engaging the street population with a partnership with HRC. Mr. Kincaid highlighted the new partnership with the Harris County Pathways HUB that targets health disparities and the qualification process for the ‘hub’ solution pathways and in a shared national model for care coordination tracking pathways and outcomes.	<p>Exh. (B) CEO Report for November and December 2024</p> <p>The Board unanimously approved the CEO Report.</p>

	<p>Mr. Kincaid highlighted event planning progress with the Meg Ryan Empowerment Program documentary film release in early April and that final edits to the documentary are complete.</p> <p>Mr. Kincaid announced the recent Anthem award win for under the category of social impact. HRC won the Civil Award out of 2,300 entries from 34 countries. Mr. Kincaid discussed the international traffic on HRC's website: 127 countries visited with 1 minute or more duration while the typical website international visits encounters average 15-27 unique countries.</p> <p>Dr. Howard Henderson moved to approve the Chief Executive Officer report for November and December 2024. Burnell Jones seconded the approval and the Board unanimously approved the report.</p>	
VI. Report from Finance Committee (Mr. Randy Houston)	<p>Chairman pro tem, Dr. Scott Basinger, recognized Randy Houston to present the Financials for the month of October 2024 and November 2024.</p> <p>Mr. Houston discussed the details of the October and November 2024 Financial Statements. Mr. Houston then discussed the November 2025 Financial Statement highlighting page 2 showing approximately \$1,097, 247.31 in cash on hand, the receivables as \$594,366.22, and the Total Assets showing as \$2,260,494.02.</p> <p>Mr. Houston progressed to page 4 discussing the Statement of Activities showing a net operating income deficit of -\$38,304.81 which reflects a negative percentage of income for the year-to-date period ending November 30, 2024, but demonstrates improved deficit numbers. Mr. Houston made a recommendation to place the discussion item for consideration for next session, a temporary halt on the 3% cost of living increase until 06-30-2025. It was noted by Dr. Scott Basinger, Chairman pro tem, and the Board concurred, and the compensation discussion topic will be placed on the Agenda for next session.</p> <p>Burnell Jones moved to approve the October and November 2024 Financial Statements (Exhibit C, and D respectively) and Dr. Howard Henderson seconded</p>	<p>Exh: (C) October 2024 Financial Statement</p> <p>Exh: (D) November 2024</p> <p>The Board unanimously approved the Financial Statements for October and November 2024</p>

	the approval. The Board unanimously approved the Financial Statements.	
VII. Board Development and Nomination Committee	<p>Chairman pro tem, Dr. Scott Basinger, recognized that Burnell Jones to report on updates with Board Development and Nomination Committee activities.</p> <p>Mr. Burnell Jones shared the progress made regarding HRC Board open positions and that candidate reviews were completed and the two selected for the open seats, Dr. Sara Jahansouz Wray, and Mr. David Stutts, are present today. Mr. Jones shared that the selection process was successful and welcomed both candidates to the meeting. He shared his excitement of their competencies - showcasing strong community contacts, a capability for development and financial endeavors, and Advisory Board capabilities.</p> <p>Mr. Burnell Jones then called for the next portion of the Board Development discussion to be led by attorney Clifton Journet and Chairman pro tem (Dr. Basinger) agreed.</p> <p>Mr. Journet discussed the need for consideration for revision of the existing HRC Bylaws to consider new proposed language he is drafting with respect to amending the Bylaws to add the Advisory Board language, review and edits to reflect Executive Director title verbiage to new title of Chief Executive Officer, and a couple of other small edits. Mr. Journet expressed that the proposed edits are underway and will present at them for review at an upcoming Board session soon. The Board agreed and discussion turned back over to Mr. Burnell Jones.</p> <p>Mr. Burnell Jones moved to approve the two candidates and the Development and Nomination report. Randy Houston seconded the motion for approval the Board candidates and the approval of the report.</p> <p>Mr. Kincaid explained that it will move forward to the second phase of the approval(s) process with the Mayor's office for both Dr. Jahansouz-Wray and David Stutts with details to come.</p>	The Board unanimously approved the Oct/Nov. 2024 Board Development and Nomination activity report.

VIII. Report from HR and Compensation Committee	<p>Chairman pro tem, Dr. Scott Basinger, recognized Dr. Michelle Alexander who took over the responsibilities of the former HR and Compensation Committee chair, Cathryn Taylor, after her departure from the Board.</p> <p>Dr. Michelle Alexander stated that there is nothing new to report on HR and Compensation Committee-related activities at this time other than the cost of living review discussed by Randy Houston earlier. Chairman pro tempore, Dr. Scott Basinger, stated that 3% cost of living decrease on short-term basis will be tabled until next session.</p>	<p>No approvals needed by HRC Board at this time.</p> <p>One item tabled for next session.</p>
IX. Report from Programs, Evaluations and Development Committee	<p>Dr. Scott Basinger gave a brief report on the Programs and Development Committee activities.</p> <p>Dr. Basinger discussed the Development Report for November and December 2024 and that the team continues to make strides in fundraising efforts. He reminded the Board not to gloss over the big successes – that there are some very well-respected foundations that are firm believers in the work that HRC is doing. Dr. Basinger touched on the fact that future plans are being discussed regarding some publication work, donor-directed funding efforts, and an outcomes-focused approach after the documentary film premiere. Dr. Basinger expressed the excitement about the exposure that the Meg Ryan Empowerment documentary about HRC. Steps are underway to put together an event planning team to manage the approximate 250-person documentary film premiere opening event.</p> <p>Dr. Howard Henderson moved to approve the Nov/Dec 2024 Development report and Randy Houston seconded the motion for approval. The Board unanimously approved the report.</p>	<p>The Board unanimously approved the Nov/Dec 2024 Program and Development Report.</p>
X. Discussion of Agenda items for Next Board Meeting	<p>The Board discussed reconvening and the next meeting is scheduled for Thursday, February 6<sup>th</sup>, 2025. At the next session, topics for consideration and/or approvals are: 1) HRC Bylaws updates, 2) CEO succession plan and any revisions, and 3) CEO performance evaluation (<i>closed-session</i>).</p>	

	Dr. Howard Henderson moved to adjourn and Burnell Jones seconded the motion.	
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There being no further business, the meeting adjourned at approximately 1:27 p.m.

By:

/s:/ Michelle Alexander

Michelle Alexander, Ph.D., Board Secretary