

Meeting Minutes

DCT Executive Board Meeting

Thursday, October 16

Direct Care and Treatment

3200 Labore Road Suite 104 Vadnais Heights, MN 55110

(Meeting was held with a virtual option for board members and the public)

3:00 PM – 5:04 PM

DCT Executive Board Attendees

Board Chair Carol Olson, Vice Chair Dr. Paul Goering, Shireen Gandhi, John Dinsmore, Lynn Butcher

DCT Staff in Attendance

Marshall E. Smith, Dale Klitzke, Amy Chantry, Wade Brost, Dr. Soniya Hirachan, Nancy Johnston, Mitch Arvidson, Connie Jones, Cindy Jungers, Kathy Engstrom, Breanna Drummer, Kari Gallagher

3:00 p.m. Introductions/Roll Call

- A quorum was established based on the number of members present, allowing the board to proceed with official business.
- Board members Mary Maertens, Dr. Prachi Striker, Catherine Chavers, and Laurie Halvorson were marked as absent.

Board Member	Present	Not Present	Abstain/Absent
Carol Olson	X		
Dr. Paul Goering	X		
Shireen Gandhi	X		
Mary Maertens			X
John Dinsmore	X		
Dr. Prachi Striker			X
Catherine Chavers			X
Laurie Halvorson			X
Lynn Butcher	X		

3:05 p.m. Consent Agenda Items

- Approval of September Meeting Minutes
 - Board members reviewed the September meeting minutes. A correction was noted to the spelling of Shireen Gandhi's name.

Board Member	Vote For	Vote Against	Abstain/Absent
Carol Olson	X		
Dr. Paul Goering	X		

Shireen Gandhi	X		
Mary Maertens			X
John Dinsmore	X		
Dr. Prachi Striker			X
Catherine Chavers			X

- John Dinsmore motioned to approve the September meeting minutes as corrected; Dr. Paul Goering seconded. All in favor, no opposition. **Motion passes.**

Privileging and Credentialling

Board Member	Vote For	Vote Against	Abstain/Absent
Carol Olson	X		
Dr. Paul Goering	X		
Shireen Gandhi	X		
Mary Maertens			X
John Dinsmore	X		
Dr. Prachi Striker			X
Catherine Chavers			X

- Board members reviewed the Privileging and Credentialling from August
- Dr. Paul Goering motioned to approve Privileging and Credentialling; Shireen Gandhi seconded. All in favor, no opposition. **Motion passes.**

3:15 p.m. CEO /Board and Vice Chair Updates

- Marshall E. Smith, Chief Executive Officer (CEO) of Direct Care and Treatment (DCT) Health System, provided a CEO update.
 - DCT is preparing its Malcolm Baldrige Award application, with a draft due by December 2025.
 - A Minnesota Management and Budget (MMB) audit focused on overtime policy and compliance is scheduled for October 24, 2025.
 - Reminders were shared regarding proper handling of patient and client inquiries directed to Board members.
 - DCT continues to operate at approximately 95% occupancy.
 - Technology initiatives include participation in the Netsmart Conference, where Nathan Moracco, DCT Information Technology (IT) Director and Greg Poehling, DCT Chief Business Technology Officer (CBTO) will present DCT's IT modernization plan.
 - Updates were provided on Advisory Committee appointments, DCT's participation in the Olmstead Plan, Mentally Ill and Dangerous Civil Commitment (MI&D) Task Force, Health and Human Services (HHS)

Long-Term Services Committee, and the Lieutenant Governor's Sustainability (Green) Initiative.

- Recent Board evaluations reflected strong engagement, effective meeting preparation, and appreciation for materials provided in advance.
- Finance Workgroup Update
 - DCT Board Chair Carol Olson reported that the Finance Workgroup held its first meeting and elected John Dinsmore as Chair.
 - Board member John Dinsmore provided an update on the first Finance Workgroup meeting.
 - The group will meet on the first Wednesday of each month at 3:00 p.m.
 - The workgroup's focus is to review key financial indicators, align reporting with the DCT Strategic Plan, and develop a concise financial dashboard for the Board.
 - Discussion included DCT's mixed funding model of state appropriations and third-party reimbursements, and the importance of using existing financial data to inform Board oversight.
- Quality/Compliance Workgroup Update
 - Approval for board members to attend the Compliance, Legal, and Quality (CLQ) Retreat and be reimbursed.
 - The Board approved up to three Board members to attend the CLQ Retreat, to receive per diem and mileage reimbursement.
 - Paul Goering motioned to approve three board members to attend the CLQ Retreat and receive per diem and mileage reimbursement; John Dinsmore seconded. All in favor, no opposition. **Motion passes.**
 - The Quality/Compliance Workgroup is scheduled to hold its first meeting at the end of November.

Board Member	Vote For	Vote Against	Abstain/Absent
Carol Olson	X		
Dr. Paul Goering	X		
Shireen Gandhi	X		
Mary Maertens			X
John Dinsmore	X		
Dr. Prachi Striker			X
Catherine Chavers			X

3:30 p.m.

Discussion: 2026 Executive Board Meeting Frequency

- Board Chair Carol Olson opened discussion on the 2026 meeting schedule and invited input from all Board members.
- Lynn Butcher proposed holding Board and workgroup meetings on alternating months to reduce meeting frequency.

- Members discussed the importance of maintaining public accessibility, ensuring time for both business and public sessions, and keeping meeting times consistent.
- Members discussed need to establish the rhythm of the workgroups and reports to the board before reducing meetings.
- After discussion, the Board reached consensus to continue monthly meetings throughout 2026, with the option to revisit the cadence later in the year if adjustments become necessary

3:50 p.m.

Board Policies

- DCT Deputy General Counsel Amy Chantry presented several DCT Board policies for review, including the Public Comment Policy, Conflict of Interest Policy, and International Travel Policy.
- The Public Comment Policy generated discussion and requests for clarification regarding the Board Chair's authority during disruptions, in-person participation and accommodations, and whether Board members may respond during public comment.
 - The policy was not approved and will be brought back for consideration at the November Board meeting to incorporate the requested clarifications.
- The International Travel Policy was reviewed. Amy outlined the pre-travel approval process required by Minnesota Information Technology (MNIT) when taking state-issued technology outside the country. The process includes a 30-day advance review, verification of approved destinations, and clear justification for business need. In the event of a data incident, MNIT can remotely wipe the device to prevent a breach.
- The Conflict of Interest Policy was reviewed as part of the Board's annual policy review process. Members discussed privacy considerations related to personal information included on the public disclosure form. DCT Deputy General Counsel Amy Chantry clarified that, under current data-practices laws, this information must remain public but noted that staff will continue to monitor for any future guidance updates.
- John Dinsmore motioned to approve the Conflict of Interest Policy and the International Travel Policy; Dr. Paul Goering seconded. All in favor, no opposition. **Motion passes.**

Board Member	Vote For	Vote Against	Abstain/Absent
Carol Olson	X		
Dr. Paul Goering	X		
Shireen Gandhi	X		
Mary Maertens			X
John Dinsmore	X		
Dr. Prachi Striker			X
Catherine Chavers			X

4:00 p.m.

Human Resources (HR) Updates

- Cindy Jungers, DCT Human Resources Executive Director, provided an update on recruitment, retention, and labor relations activities.
- Reported that vacancy rates have improved over time, supported by a renewed Recruitment Strategy and Fulfillment Plan focused on patient-care positions.
- An updated HR dashboard will soon be available to provide greater visibility into DCT workforce trends and staffing metrics.
- Labor Relations: pending contract ratifications, HR continues to monitor overtime use, noting that Security Counselors account for approximately 32% of overtime and Direct Care roles for 68%. Overtime is occasionally mandated to maintain required staffing levels.
- Safety and Operations: zero respiratory incidents were reported this quarter.
- Key Takeaways: progress continues toward stabilizing the workforce, improving transparency through data dashboards, and maintaining safe work environments.
- Looking Ahead: HR will continue focusing on retention strategies, operational efficiency, and implementing dashboard insights to support staffing decisions.

5:02 p.m.

Shireen Gandhi made a motion to adjourn the meeting, Dr. Paul Goering seconded. All in favor, no opposition. **Motion passes.**

Board Member	Vote For	Vote Against	Abstain/Absent
Carol Olson	X		
Dr. Paul Goering	X		
Shireen Gandhi	X		
Mary Maertens			X
John Dinsmore	X		
Dr. Prachi Striker			X
Catherine Chavers			X