



Administrative Office, 105 Hall Street, Suite A, Traverse City, MI 49684

Board of Director's Meeting Minutes

May 20, 2010

6:30 PM

1. CALL TO ORDER:

Northern Lakes Community Mental Health, 2715 S. Townline Road, Houghton Lake with video conference to 105 Hall Street, Traverse City, Michigan. Called to order at 6:40 p.m. by Jack Mahank.

Board Members Present: Houghton Lake - Dave Stephenson, Jack Mahank, Pat McLaughlin, Melissa Fournier, Don Halvorsen, Bill Ancel, Al Cambridge, Les Barnes, Jane Whitney, Mary Lee Pakieser, Juanita Farr, and Frank Tosiello; Traverse City - Beth Friend, David Marshall, Nina Zamora, and Helen Stimson.

Others Present: Houghton Lake - Greg Paffhouse, Chief Executive Officer; Deb Lavender, Executive Secretary; Bill Slavin, Chief Managed Care Officer; Mary Hubbard, Chief Operations Officer for Children and Families; Dave Branding, Director of Quality Improvement; Rosemary Pierson, Residential Services Supervisor; Nancy Schornack, Jones Lake Home; and Carol Sluck, Woodland Home. Traverse City - Jonathan Bennett, Recipient Rights Officer; and Terri Kelty, Chief Operations Officer for Grand Traverse and Leelanau Counties.

The Pledge of Allegiance was spoken.
Dave Stephenson was appointed as timekeeper. Confirmation of a Quorum.

2. APPROVAL OF AGENDA:

MOTION:	Approve the Agenda of May 20, 2010 as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Mary Lee Pakieser

3. CONFLICT OF INTEREST DECLARATION:

No Board members declared a conflict of interest for tonight's business.

4. CONSENT AGENDAS – MANAGEMENT AND BOARD:

A. Consideration of Management Consent Agenda.

MOTION:	Approve the Management Consent Agenda of May 20, 2010.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dave Stephenson
SECONDER:	Al Cambridge

B. Consideration of Board Consent Agenda.

MOTION:	Approve the Board Consent Agenda of May 20, 2010.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Bill Ancel
SECONDER:	Les Barnes

5. OWNERSHIP LINKAGE:

A. Citizen Comment

Susan Vick, Candidate for the 103rd House Representative seat, introduced herself to the Board identifying that she was a member of this Board for almost fourteen years and her heart lies with the mental health system. She asked the Board to remember two words when you hear her name – Responsible and Responsive. She spoke about empowering people that know what their needs are; campaign finance; and to consider who has given to their community.

MaryBeth Evans provided an update on Ernie Reynolds.

B. Ownership Communication

Communications were shared with the Board clarifying a few issues relative to a Recipient Rights Complaint. No action required.

6. ELECTION OF OFFICERS

The Nominating Leadership Development Committee met on May 6 and a Slate of Officers was prepared and included in the packet.

MOTION:	To Open the Floor for Election of Officers.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Don Halvorsen
SECONDER:	Les Barnes

Jack identified that the committee has brought forward the name of Melissa Fournier for Chairperson. Melissa accepted the nomination for Chairperson. Jack asked for additional nominations (3 times).

MOTION:	To Close Nominations and Cast a Unanimous Vote for Melissa Fournier as Chairperson.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Bill Ancel
SECONDER:	Mary Lee Pakieser

Jack identified that the committee has brought forward the name of Al Cambridge for Vice-Chairperson. Al accepted the nomination for Vice-Chairperson. Jack asked for additional nominations (3 times).

MOTION:	To Close Nominations and Cast a Unanimous Vote for Al Cambridge as Vice-Chairperson.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Don Halvorsen

Jack identified that the committee has brought forward the name of Dave Stephenson for Board Secretary. Dave accepted the nomination for Board Secretary. Jack asked for additional nominations (3 times).

MOTION:	To Close Nominations and Cast a Unanimous Vote for Dave Stephenson as Board Secretary.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Pat McLaughlin

Melissa Fournier took over the meeting as Chairperson. The Board presented Jack with a gift recognizing him for his past services as Chairperson of the Board. Jack thanked the Board and noted the Board is in good hands.

7. CONSIDERATION OF PIHP ITEMS:

Bill Slavin referenced the materials in the packet related to the PIHP and noted he would respond to any questions. Bill reflected on his employment with North Central and Northern Lakes noting his commitment, observations, outcomes, relationships, partnerships and focus on our mission.

Greg presented Bill with a Certificate of Appreciation for his contributions since October 18, 1976 on behalf of co-workers and the Board. Melissa congratulated Bill and wished him well in his new endeavors.

8. COMMITTEE CHAIRPERSON APPOINTMENTS:

Melissa asked Board members to confirm their interest in committee membership. The following Committee Appointments were identified:

- Audit Committee – Dave Stephenson, Beth Friend, Don Halvorsen, Les Barnes
 - Managed Care Advisory Committee – Jack Mahank, Nina Zamora (until replaced or relocates), David Marshall, Don Halvorsen, Al Cambridge, Les Barnes (Chair), Pat McLaughlin (alternate)
 - Nominating Leadership Development Committee – Dave Stephenson, Helen Stimson, Don Halvorsen, Bill Ancel, Jane Whitney, Mary Lee Pakieser (Chair)
 - Recipient Rights – Frank Tosiello and Juanita Farr
 - Board Association Delegates – Melissa Fournier and Helen Stimson
- Melissa appointed Les Barnes as Parliamentarian.

MOTION: To Accept the Committee Assignments Including the Appointment of Les Barnes as Parliamentarian.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Jack Mahank
SECONDER: Dave Stephenson

MOTION: To Approve the Vice-Chairperson Continue to Serve as the Chairperson of the Committee of the Whole Meeting for the Next Term.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Jack Mahank
SECONDER: Mary Lee Pakieser

9. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

- A. *Receipt of CEO Monitoring Report*
Policy 1-2-08 Communication & Support to the Board – no questions.

MOTION: Accept the Assessment of Policy 1-2-08 Communication & Support to the Board showing the board is in full compliance.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Jack Mahank
SECONDER: Mary Lee Pakieser

- B. *New Operational Worries*
None.

- C. *May Monitoring Assignment*
Monitoring Report 1-2-09 Investments should be completed and turned in.

Monitoring Report 1-3-08 Costs of Governance (Internal) should be completed and turned in.

10. BOARD MEANS SELF-ASSESSMENT:

- A. *Receipt of Board Monitoring Report*
Policy 1-3-07 Governance Committees – No questions.

MOTION:	Receive and File the Monitoring Report 1-3-07 Governance Committees Policy Showing Full Compliance.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Jack Mahank
SECONDER:	Mary Lee Pakieser

Suggested to use full compliance in #1 rather than strict compliance.

B. May Monitoring Assignment

Monitoring Report 1-3-08 Costs of Governance (Direct Inspection) to be completed and turned in. Greg identified in the Board monitoring schedule Cost of Governance is an internal report describing how we have administratively implemented the policy and the Board has a direct inspection report looking at the specific budget. The Board requires that a budget be established for Board operations and referenced on page 45 (multi-year trending). This is an opportunity for the Board to look at the budget and identify whether it is consistent with their interest. In September of 2009 the Board adjusted its per diem as part of the budget saving process in terms of full and partial per diem.

11. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. Ends – Recovery Blueprint

MOTION:	Receive and File the Recovery Blueprint document.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Lee Pakieser
SECONDER:	Juanita Farr

B. Executive Limitations

None.

C. Board/CEO Linkage – 2009 Agency Performance Assessment

MOTION:	Accept the 2009 Agency Performance Assessment as reviewed in the Committee of the Whole meeting.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Jack Mahank
SECONDER:	Pat McLaughlin

As information is received on the assessment it will be shared with the Board.

D. Governance Process/Ownership Linkages

Board By-Laws – Revisions were included in the packet that were discussed last month for possible action.

MOTION:	Accept the Change to the Board By-Laws that was recommended on April 15, 2010 Article 8, Section 2 Suspension of Rules.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	Dave Stephenson

Nominating Leadership Development Committee – Greg referenced the minutes from the meeting identifying participation in the interview process and the recommendation was to appoint Brigette Urick to a three year term representing Grand Traverse County.

MOTION:	Approve the Appointment of Brigette Urick to the Recipient Rights Advisory Committee for a Three Year Term Representing Grand Traverse County.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Les Barnes
SECONDER:	Don Halvorsen

12. OWNERSHIP LINKAGE:

A. *Citizen Comment:* Susan Vick identified she had the opportunity to attend another CMH Board meeting a few weeks ago and commended the NLCMH Board for looking at outcomes rather than deal with daily operational issues. She noted the Board deserves a pat on the back.

13. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- Updates provided on attendance at the Amy Long Training and the Learning Community Meeting.
- Board members attended the Board Association Conference in Dearborn and provided an update on workshops attended. Discussion regarding federal health care.
- Board members attended Bill and Kay Ancel’s 50th Wedding Vow Renewal and Reception.

Board members authorized the CEO to write a thank you letter on behalf of the Board to Mike Vizena for attending the Committee of the Whole meeting.

14. MEETING EVALUATION:

- #1- We spent our time on the most important governance topics: majority was excellent
- #2- We encouraged diversity of viewpoints: majority was excellent
- #3- Our decisions were made collectively: majority was excellent
- #4- The Board used its time effectively: majority was excellent
- #5- What is the most important thing the Board could do to improve our function as a Board? Not discussed.

15. NEXT MEETING AGENDA:

June 17 agenda items (Cadillac): delay FY 10 Budget Amendment and Initial FY 11 Budget to August; CEO Compensation.

16. ADJOURNMENT:

MOTION:	Adjourn the meeting.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Juanita Farr
SECONDER:	Jane Whitney

The meeting adjourned at 7:48 p.m.

Respectfully Submitted,

Melissa Fournier, Chairperson

Dave Stephenson, Board Secretary

Debra Lavender, Recording Secretary