



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

## Board of Director's Meeting Minutes

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March 17, 2011

6:00 PM

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### 1. CALL TO ORDER:

Northern Lakes Community Mental Health, 105 Hall Street, Traverse City, Michigan. Melissa Fournier called the meeting to order at 6:00 p.m.

Board Members Present: Dave Stephenson, Melissa Fournier, Juanita Farr, Don Halvorsen, Bill Ancel, Les Barnes, Al Cambridge, Mary Lee Pakieser, Pat McLaughlin, David Marshall, Jane Whitney, Nina Zamora, Frank Tosiello, and Rob Hentschel.

Board Members Absent: Helen Stimson (advance notice) and Jack Mahank (advance notice).

Others Present: Greg Paffhouse, Chief Executive Officer; Deb Lavender, Executive Secretary; Mary Hubbard, Chief Operations Officer for Children and Families; Dave Branding, Chief Managed Care Officer; Jane Swartout, Compliance Officer; Kevin Hartley, Director of Quality Improvement; Jon Bennett, Recipient Rights Officer; Rosemary Pierson, Residential Services Supervisor; Bill Woodward, Residential Program Specialist; Justin Vogler, Seneca Place Home; and Cindy Petersen, Community/Provider Relations.

The Pledge of Allegiance was spoken. Bill Ancel was appointed timekeeper. Confirmation of a Quorum.

### 2. APPROVAL OF AGENDA: addition under Governance Process/Ownership Linkages after Item #17 add the letter to the Department regarding video surveillance and board membership.

<b>MOTION:</b>	<b>Approve the Agenda of March 17, 2011 with the additions under Governance Process/Ownership Linkages after Item #17 add the letter to the Department regarding video surveillance and board membership.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mary Lee Pakieser
<b>SECONDER:</b>	Bill Ancel

### 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.

<b>MOTION:</b>	<b>Approve the Management Consent Agenda of March 17, 2011.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Dave Stephenson
<b>SECONDER:</b>	Mary Lee Pakieser

*B. Consideration of Board Consent Agenda - Request to remove the Chief Executive Officer's Report.*

<b>MOTION:</b>	<b>Approve the Board Consent Agenda of March 17, 2011 items 2 – 5.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mary Lee Pakieser
<b>SECONDER:</b>	David Marshall

At the request of Bill Ancel, Greg provided an update on the jail services agreement and regarding a reimbursement issue. Greg reported that the attorney for Grand Traverse County is redrafting the jail services agreement and once completed Greg will meet with the five other counties for approval. Greg provided details related to an incident that had occurred in February in Roscommon County which the Sheriff has said delays by our staff caused his department and the County excess overtime. A meeting occurred with staff from our agency and Roscommon County. Greg reviewed the situation and in good faith he sent a letter and a personal check for the amount he determined staff actions may have added overtime hours. He had not heard back regarding the issue at the time of this meeting.

The Board had asked Greg to explore whether there would be potential development for a mental health court initiative. Greg did speak with Jackie Wood, MDCH Mental Health Court pilot coordinator. She suggested local stakeholder discussion to see if there was interest. There was discussion as to why Otsego County opted out of the project.

<b>MOTION:</b>	<b>Receive and File the Chief Executive Officer's Report.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mary Lee Pakieser
<b>SECONDER:</b>	Pat McLaughlin

**5. OWNERSHIP LINKAGE:**

A. *Citizen Comment*  
None.

B. *Ownership Communication*  
None.

**6. CONSIDERATION OF PIHP ITEMS:**

NWCMHA Customer Services 1<sup>st</sup> Quarter – Thought it would be helpful to provide a quarterly report on the customer services activity and grievance and appeal process. Comparison over previous years and will be able to see future quarterly information.

NWCMHA Annual Regional Conference – Board members are invited to attend on April 27 at the Ludington Area Center for the Arts from 10:30 a.m. to 3:00 p.m.

Dave referenced his report in the packet and he provided an update on the meetings with clinical leaders across the affiliation. They are working together to ensure there is a consistent process across the affiliation for common eligibility criteria and level of care guidelines.

Dave noted that our affiliation members have worked together to combine member handbooks into one handbook. We will review the document at the executive level and will send to the Department of Community Health for final approval. Board members requested that they receive a copy as it is available. There was discussion as to how the document is used.

**7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:**

A. *Receipt of CEO Monitoring Report*

## Policy 1-2-02 Treatment of Employed Workforce Members

<b>MOTION:</b>	<b>Approve to Receive and File the Policy 1-2-02 Treatment of Employed Workforce Members.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mary Lee Pakieser
<b>SECONDER:</b>	Juanita Farr

*B. New Operational Worries*  
None.

*C. March Monitoring Assignment*

Monitoring Report 1-1-01 Consumer and Community Ends should be completed and turned in. Greg referenced the attachments, which identifies how we are performing in terms of the use of the CAFAS instrument. Also included is a year to date report on 141 children served in the four southeast counties using CAFAS on how they have improved over the course of their treatment. A supervisory report can be utilized at any time that shows by worker or overall what is the health status of the people we are serving. The Board should consider whether the ends policy reflects the ends that you want for children. Responded to questions related to gender, age, recovery for children and the developmentally disabled. Referenced the article from the individual that was nominated for the Jim Neubacher Award.

## 8. BOARD MEANS SELF-ASSESSMENT:

*A. Receipt of Board Monitoring Report*

Policy 1-3-05 Meeting Agendas and Schedules – Mary Lee spoke about the importance of utilizing video conferencing, for our meetings, due to tight time constraints. There was discussion that this Board has placed value in meeting in the different counties.

<b>MOTION:</b>	<b>Approve to Receive and File the Policy 1-3-05 Meeting Agendas and Schedules.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Don Halvorsen
<b>SECONDER:</b>	Les Barnes

*B. March Monitoring Assignment*

Monitoring Report 1-3-03 Board Member Code of Conduct and 1-3-06 Board Chair Functions should be completed and turned in.

## 9. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

*A. Ends*  
None.

*B. Executive Limitations*  
None.

*C. Board/CEO Linkage*  
None.

*D. Governance Process/Ownership Linkages*

Closed Meeting – Motions and Teleconferencing – After the February meeting there was concern raised about the teleconference sessions and what is allowable when voting on motions. It was also noted that there were many times that one location or the other could not hear the other during the last meeting. David Marshall identified that he was concerned about releasing of information that was discussed in closed session. Dave Stephenson reported that Crawford County has an opinion from their legal firm that if a telephone conference occurred and you could not see the person then you cannot count the vote. If you do by video and you could see the individuals and you could recognize who was making the vote that that was acceptable. Melissa asked the Board if they were comfortable with

our process? David referenced language identified in the handout expressing our attorney's opinion. Greg noted that our attorney previously gave us an informal opinion 7 or 8 years ago and when asked this month what would be the cost if we wanted another opinion he identified it would be no more than \$1500. Board members expressed their opinions: comfortable with the way things were handled, felt it was okay if we could hear the voices, encouraged board members to meet at the location of the meeting, difficult to get to know board members when meeting in two locations, have to look to the future as to how we communicate and be receptive to embrace new technology, make sure we have the most affordable and current technology to allow us to do business, have a backup plan and if communication fails then must end the meeting, look at other alternatives. Melissa asked if board members were comfortable with the issue that David raised or do we need to seek an attorney's opinion? Overall Board members felt we needed to have technology that would allow us to do business and to ensure we have a backup plan.

David Marshall identified his concern about information discussed in closed session not remaining in closed session. It was noted if your going to appropriate the money then you must come out of closed session. Greg noted as a point of clarity the board had previously approved an amended capitalization budget of \$170,000 and he did not ask for permission to proceed with a purchase offer for that property. The question was whether the motion could have been worded differently. In closed session you would want to discuss strategy and have discussion. Melissa identified she brought back to the board to be aware of the concern.

Greg noted that there was also concern about the accuracy of the motion when it was repeated. David noted it would have been resolved if the technology was good. Dave noted it is good practice that when someone makes a motion that they can take their time making that motion and until the chairperson repeats the motion then that becomes the final motion. Rob identified that nothing can be repeated that was said in closed session and in order to instruct the attorney then it must be in the motion. It was noted that we need to know exactly what will be stated in a motion when you come out of closed session.

MACMHB Fall Conference Survey – Referenced the proposed change in the fall conference location for 2013. Reviewed locations and rates identified. It was noted that the hotel would be attached to the casino if moved to Mt. Pleasant. Board members expressed concern about gambling being a mental health addiction. The location must be large enough to hold 700 people. Greg identified the economic benefit for our community and the availability to us in Traverse City. It was suggested that the Board Association may want to negotiate the price with the Grand Traverse Resort.

<b>MOTION:</b>	<b>Approve having our CEO respond to the MACMHB Member Services Committee Survey regarding the future location of the Fall Conference, that our CMHSP does not support moving the conference to a hotel with an attached casino.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mary Lee Pakieser
<b>SECONDER:</b>	Pat McLaughlin

Video Surveillance – Melissa asked the Board's pleasure. Board members identified that they do not think the letter would have the desired affect and it speaks to the state as a opinion of the whole and it was suggested that we have the MACMHB pursue.

<b>MOTION:</b>	<b>Approve to instruct the CEO to contact the MACMHB to discuss the issue of video surveillance and bring back in the future.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Mary Lee Pakieser
<b>SECONDER:</b>	Jane Whitney

Juanita identified that the RRAC would need to know whether to send the letter. Frank related concerns about confidentiality and doesn't want to go backwards into the past by recreating a jail or prisoner atmosphere.

<b>MOTION:</b>	<b>Request the RRAC delay sending their letter until we have more information from MACMHB.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Rob Hentschel
<b>SECONDER:</b>	Pat McLaughlin

It was noted that this does not preclude individuals sending their own letters or having citizens send letters.

Board Membership – Greg identified that there are four current board members whose terms are expiring the end of this month. We had previously asked Board members regarding their willingness to be reappointed. Greg has sent letters to Wexford County supporting Jane's reappointment; he has written Grand Traverse County supporting Melissa and Pat's reappointments. Grand Traverse County has sent them a letter asking them to reapply. Bill Ancel's term is expiring the end of this month and there has been discussions among the parties involved. There has been a long standing concern in Roscommon County about not having a commissioner on the board. Greg identified that the current chairperson has appointed a commissioner to our board. Greg was called by the Vice-Chairperson asking him to write a second letter and recommend that Bill be reappointed. He noted that there will be a vote taken at the next commission meeting. Board members expressed their thoughts about Bill's reappointment. Greg identified that Mary Lee has communicated with Melissa and him regarding her plans about not continuing on the board. Greg anticipates that Jane will be reappointed. He noted that in Missaukee County, county commissioner Susan Rogers will replace Juanita on the Board. Mary Lee identified that she will be resigning from the Board due to several commitments that are taking a lot of time and travel. She noted that she would like to devote more energy to professional nursing issues. She identified that her last meeting will be in April. She noted it was a really incredible experience.

#### **10. OWNERSHIP LINKAGE:**

A. *Citizen Comment:*  
None.

#### **11. ANNOUNCEMENTS/BOARD MEMBER REPORTS:**

Melissa presented Juanita with a Certificate of Appreciation expressing the board's gratitude for all her hard work and dedication. Melissa read the certificate. Juanita noted there are many changes occurring, have seen many board members come and go, has enjoyed her time on the board, has learned a lot, and her primary objective was to help the consumers. Bill mentioned he came on the board in 1999 and the first person he met on the board was Juanita and has been a friend ever since.

Jane shared news about her son who is a teacher in Japan.

#### **12. MEETING EVALUATION:**

#1- We spent our time on the most important governance topics: majority was satisfactory  
#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 satisfactory  
#5- What is the most important thing the Board could do to improve our function as a Board? Skype; use a different table arrangement.

**13. NEXT MEETING AGENDA:**

Agenda items for the April 21, 2011 meeting to be held at the Elmwood Township Hall: no additions.

**14. ADJOURNMENT:**

<b>MOTION:</b>	<b>Adjourn the meeting.</b>
<b>RESULT:</b>	<b>ADOPTED [UNANIMOUS]</b>
<b>MOVER:</b>	Bill Ancel
<b>SECONDER:</b>	Pat McLaughlin

The meeting adjourned at 7:58 p.m.

Respectfully Submitted,

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Melissa Fournier, Chairperson

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Dave Stephenson, Board Secretary

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Debra Lavender, Recording Secretary