

MINUTES OF THE BOARD

April 23, 2013

Northern Michigan Regional Entity

NMSAS Conference Room

2090 West M-32

Gaylord, Michigan

BOARD MEMBERS PRESENT: Patti Casey, Roger Frye, Annie Hooghart, Randy Kamps, Gary Klacking, Terry Larson, Jack Mahank, Gary Nowak, Dennis Priess, Karla Sherman, Joe Stone, Don Tanner, Nina Zamora

BOARD MEMBERS ABSENT: Ed Ginop, Richard Schmidt

STAFF: Dave Beck, Chip Johnston, Karl Kovacs, Ed LaFramboise, Greg Paffhouse, Dave Schneider, Carol Balousek

GUESTS: NA

Greg Paffhouse called the meeting to order at 12:04PM. Mr. Paffhouse informed the Board members that the Operating Agreement has been signed all parties.

INTRODUCTIONS, LUNCH BREAK AND INFORMAL NETWORKING

BOARD ORGANIZATION – Karl Kovacs

- a. ROLL CALL AND CONFIRMATION OF QUORUM
The record shall show that Ed Ginop and Richard Schmidt are absent. All other members are in attendance
- b. APPROVAL OF AGENDA
MOTION MADE BY JOE STONE AND SUPPORTED BY DENNIS PRIESS TO APPROVE THE AGENDA. MOTION CARRIED.
- c. ELECTION OF OFFICERS
Pursuant to Article VI of the By-laws, the Officers of the Governing Board shall consist of a Chair, Vice Chair, and Secretary.

NOMINATIONS

Board Chairperson

MOTION MADE BY GARY NOWAK TO NOMINATE JOE STONE AS CHAIR, SECOND BY ROGER FRYE.

MOTION MADE BY NINA ZAMORA TO NOMINATE JACK MAHANK. MR. MAHANK DECLINED THE NOMINATION.

Karl Kovacs called three times for additional nominations. No additional nominations were offered.

MOTION MADE BY DON TANNER TO CLOSE THE NOMINATIONS AND CAST A UNANIMOUS BALLOT IN FAVOR OF THE NOMINEE, SECOND BY JACK MAHANK. MOTION CARRIED.

Mr. Stone took assumed the role of Chair for the remainder of the meeting.

Board Vice Chairperson

Mr. Stone opened the floor for nominations.

MOTION MADE BY ROGER FRYE TO NOMINATE DENNIS PRIESS AS VICE CHAIR, SECOND BY GARY NOWAK.

Mr. Stone called three times for additional nominations. No additional nominations were offered.

MOTION MADE BY ROGER FRYE TO CLOSE THE NOMINATIONS AND CAST A UNANIMOUS BALLOT IN FAVOR OF THE NOMINEE, SECOND BY ANNIE HOOGHART. MOTION CARRIED.

Secretary

Mr. Stone opened the floor for nominations.

MOTION MADE BY GARY NOWAK TO NOMINATE RANDY KAMPS AS SECRETARY, SECOND BY ROGER FRYE.

Mr. Stone called three times for additional nominations. No additional nominations were offered.

MOTION MADE BY ROGER FRYE TO CLOSE THE NOMINATIONS AND CAST A UNANIMOUS BALLOT FOR THE NOMINEE, SECOND BY JACK MAHANK. MOTION CARRIED.

ANNOUNCEMENT OF RESULTS

- **Chairman – Joe Stone** (AuSable Valley Community Mental Health)
- **Vice-Chair – Dennis Priess** (North Country Community Mental Health)
- **Secretary – Randy Kamps** (Northern Lakes Community Mental Health)

d. SELECT EXECUTIVE COMMITTEE MEMBERS

GARY NOWAK WAS APPOINTED BY THE CHAIR AND AFFIRMED BY THE BOARD. (Northeast Michigan Community Mental Health)

DON TANNER WAS APPOINTED BY THE CHAIR AND AFFIRMED BY THE BOARD. (Centra Wellness)

e. ESTABLISH TERMS OF GOVERNING BOARD MEMBERS

Terms have been established by the Boards as follows:

Northeast Michigan CMH

Gary Nowak – 1 year
Roger Frye – 2 years
Terry Larson – 3 years

AuSable Valley CMH

Patti Casey – 1 year
Joe Stone – 2 years
Gary Klacking – 3 years

Northern Lakes CMH

Nina Zamora – 1 year
Jack Mahank – 2 years
Randy Kamps – 3 years

North Country CMH

Karla Sherman – 1 year
Dennis Priess – 2 years
Ed Ginop – 3 years

Centra Wellness

Annie Hooghart – 1 year
Don Tanner – 2 years
Richard Schmidt – 3 years

MOTION MADE BY KARLA SHERMAN TO CONSIDER APRIL 1ST THE APPOINTMENT DATE, SECOND BY GARY NOWAK. MOTION CARRIED.

DISCUSSION OF PER DIEM

Mr. Johnston stated that because the Board currently has no fund balance, each Board will pay the per diem at that Board's standard rate. Mr. Larson voiced that the per diem rate will become part of the budgeting process.

PRESENTATION OF APPLICATION FOR PARTICIPATION TIMELINES

The "To Do List Post Submission" was distributed to the Board. Mr. Schneider read through the document, discussing key areas. Let the record show that on page 2, under the heading "Olmstead Compliance," in the final bulleted item, the word "sheltered" will be replaced with "segregated."

CHIEF EXECUTIVE OFFICER CONSIDERATIONS – Ed LaFramboise

a. JOB DESCRIPTION

Mr. LaFramboise presented two job descriptions for the Chief Executive Officer for consideration. Time was allotted to read through the handouts. Mr. Larson asked for a brief summary of the differences between the two proposed options. Mr. LaFramboise noted that the "lived experience" language will be added to the job description.

TERRY LARSON MADE A MOTION TO ADOPT THE PROPOSAL WITH "NORTHERN MICHIGAN REGIONAL ENTITY CHIEF EXECUTIVE OFFICER" AT THE TOP OF THE PAGE WITH THE PROVISION OF ADDING THE "LIVED EXPERIENCE" LANGUAGE STATED IN THE APPLICATION FOR PARTICIPATION, SECOND BY GARY NOWAK. MOTION CARRIED.

Mr. Paffhouse suggested that the "Responsibilities" section of the Lakeshore Regional Entity proposal be examined for possible inclusion of items. Mr. Mahank inquired about salary requirements. Mr. LaFramboise responded that salary ranges for comparable positions are being researched.

Mr. Schneider stated the budget for the PIHP should be approximately \$150M. Mr. Nowak stated he does not see the need to advertise as there are qualified individuals present. Mr. Tanner agreed but stated he feels it could not hurt to advertise the position. The decision was made to advertise the CEO position both internally and externally for a specified period of time.

MOTION MADE BY JACK MAHANK TO PUBLICALLY SOLICIT A CEO, SECONDED BY DON TANNER. GARY PROPOSED A FOUR WEEK TIME FRAME AS AN AMENDMENT TO THE MOTION. AMENDMENT CARRIED. FULL MOTION CARRIED.

Mr. Priess brought up the question of covering expenses for out of area candidates. Mr. Kamps responded that he feels it is a worthwhile investment to make the best choice for the persons we represent. NMRE currently has no budget, but the five Members have resources that could be allotted to this endeavor.

An assignment given to the Operations Committee to put together a salary/benefits package based on comparative positions. Mr. LaFramboise proposed resumes be sent to Lisa Anderson, Human Resources Director for Northeast Michigan CMH. The Board agreed.

b. HIRING PROCESS

GARY NOWAK MADE A MOTION TO ALLOW THE OPERATIONS COMMITTEE AND THE EXECUTIVE COMMITTEE BE THE INTERVIEW/SCREENING COMMITTEE FOR THE CEO POSITION, THE TOP THREE CANDIDATES THEN BEING BROUGHT TO THE FULL BOARD FOR REVIEW, SECOND BY ROGER FRYE. MOTION CARRIED.

BOARD MEETINGS AND COMMUNICATIONS

a. MEETING SCHEDULE AND LOCATIONS

Mr. Tanner proposed Wednesday, rather than Tuesday as the meeting day.

MOTION MADE BY KARLA SHERMAN TO MEET MONTHLY ON THE THIRD WEDNESDAY OF THE MONTH AT 12:00PM, SECOND BY PATTI CASEY. MOTION CARRIED.

b. GOVERNING BOARD MEMBER CONTACT INFORMATION

Contact information sheets were circulated to, and collected from, the Board Members.

c. OTHER ORGANIZATIONAL CONSIDERATIONS

Mr. Nowak suggested committees be discussed during the next meeting of the Executive Committee which will be arranged.

Mr. Frye suggested the Pledge of Allegiance be said before Board meetings in the future.

ADJOURNMENT

MOTION MADE BY DENNIS PRIESS TO ADJOURN, SECOND BY PATTI CASEY. MOTION CARRIED.