

**Board of Director's Meeting
Minutes**

JANUARY 17, 2019

2:15 PM

1. CALL TO ORDER:

Northern Lakes Community Mental Health Authority, 527 Cobb Street, Cadillac with Skype to 105 Hall Street, Traverse City, Michigan. The meeting was called to order at 2:15 p.m.

Board Members Present: Cadillac - Pam Babcock, Betty Bushey, Lorelei King, Al Cambridge, Sherry Powers, Nina Zamora, Nicole Miller, Rose Denny, Randy Kamps, Angela Griffis, Ben Townsend, and Mary Marois (Skype). Traverse City – Ty Wessell.

Board Members Absent: Dean Vivian (advance notice).

Others Present: Cadillac - Karl Kovacs, Chief Executive Officer; Deb Lavender, Executive Secretary; Dan Mauk, Chief Information Officer; Tracy Rosinski, Director of Recipient Rights; Joanie Blamer, Chief Population Officer for Mental Health Services; Lauri Fischer, Director of Finance; Doug Nielsen, Maintenance; Traverse City – Carrie Gray, Chief Population Officer for Intellectual and Developmental Disabilities Services; Kari Barker, Director of Quality and Compliance; Jessica Williams, Performance and Improvement Specialist; Darlene Buchner, Operations Manager; and Dave Simpson, Residential Services Supervisor.

Confirmation of a Quorum – Yes

Timekeeper – Yes

2. AGENDA:

Added #16 Ownership Linkage Plan and #17 a Resolution regarding Frank Tosiello a former Board Member.

MOTION:	Accept the Board Agenda for January 17, 2019 with the additions.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Betty Bushey
SECONDER:	Rose Denny

3. CONFLICT OF INTEREST DECLARATION:

No conflict of interest was declared.

4. CONSENT AGENDA:

A. *Consideration of the Consent Agenda – Request to remove the financial statements for a correction.*

Item # 1

MOTION:	Approve the Consent Agenda for January 17, 2019 items 1, 2, and 4.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Randy Kamps
SECONDER:	Nina Zamora

Lauri referenced a change in the financial report that should have been \$380,000 credit rather than \$872,000 debit. Also identified is that the auditors should have reviewed the transactions prior to submitting to the Board.

MOTION:	Approve the financial report as amended.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Al Cambridge
SECONDER:	Rose Denny

5. OWNERSHIP LINKAGE:

- A. *Citizen Comment – None*
- B. *Ownership Communication – None.*

6. CHIEF EXECUTIVE OFFICER’S REPORT:

Karl highlighted in his CEO Report regarding the CMHAM Conference the first week of February, Electronic Health Record (NOLA), General Ledger (Intacct), discontinued development of two new residential homes – not feasible at this time, switching to a new afterhours crisis system, revised Risk Management Plan, new Board Members appointed, collaboration with the jail. Referenced a change to the Risk Management Plan on page 34 “action” to “active”.

Suggestion to follow-up with the media to promote the services in the Grand Traverse County jail. Karl identified that the Record Eagle had done an article in the Sunday paper to promote that the addition of a Licensed Mental Health professional and a Peer Support Specialist will occur. Joanie provided an update on the transition of services that are being provided by our Crisis Services Team prior to the new staff starting at the jail. The jail staff has been going through training and has implemented the Crisis Intervention Team. They are making referrals to our crisis staff who are providing service prior to the start of the staff who will be located at the jail. We are off to a good start and are working collaboratively. We are making our community a better place as it relates to the criminal justice system.

Lorelei identified that Representative Gary Peters visited Crawford County. He was interested in policy and training and wanted specifics. There is a lot going on with behavioral health and criminal justice and Karl is co-chair of the state-wide work group. We have interagency agreements in all six counties in order to decrease recidivism. We do our crisis consultation work without reimbursement in all of our counties. Karl noted that the Stepping Up initiative is a community effort that garners buy-in with all stakeholders to decide as a community to focus on the criminal justice system. Our Peer Support staff is providing groups at the Missaukee County jail.

There was discussion about the local impact of moving our crisis services from Third Level/Child and Family Services to ProtoCall. Our regional partners completed an RFI and the decision was made to contract with ProtoCall beginning on April 1. We have discussed offsetting the discontinuation of Third Level services with Child and Family by

other collaboration such as the FAST Team and also training opportunities. We are hoping to ameliorate any negative consequences of the change.

7. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

The minutes from the December 12 meeting were included in the packet. Mary will be replacing Carol Crawford on the NMRE Board. There was discussion about other regional entities having financial difficulties. The minutes indicated that we are not in financial difficulty and that we are making good use of funds that were unspent. There is an effort to privatize and is a continuing battle. There are three PIHPs that are utilizing their reserves. There have been changes in the numbers in the various Medicaid eligibility categories and there are major differences in terms of the capitation amounts. We reviewed the administrative cost and risk reserve and we will be interesting to see what the new Director of MDHHS will do moving forward.

8. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

A. Receipt of CEO Response to Monitoring Report – 2.6 Community Resources (Internal Inspection)

MOTION:	The Board has reviewed Policy 2.6 Community Resources at 100% compliance.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nina Zamora
SECONDER:	Lorelei King

2.10 Administrative Cost (Internal Inspection)

MOTION:	The Board has reviewed Policy 2.10 Administrative Cost at 100% compliance.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Betty Bushey
SECONDER:	Rose Denny

B. New Operational Worries
Concern expressed about the Government Shutdown in Washington and how that will affect us. We will need to identify services up to today's date so that they can be posted in order to receive food assistance (SNAP benefits).

C. January Monitoring Assignment
2.4 Financial Management (Internal Inspection) will complete and turn in.

9. BOARD MEANS SELF-ASSESSMENT:

A. Receipt of CEO Response to Monitoring Report – 3.1 Board Job Description (Direct Inspection)

MOTION:	The Board has reviewed Policy 3.1 Board Job Description at 100% compliance.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nina Zamora
SECONDER:	Rose Denny

B. *January Monitoring Assignment*

3.9 CEO Compensation (Direct inspection) complete and turn in.

3.10 Board Member Conflict of Interest (Direct Inspection) complete and turn in. Signature page was available to complete.

10. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. *Ends – None*

B. *Executive Limitations - None*

C. *Governance Process/Ownership Linkages*
- NLD Minutes – January 3, 2019

MOTION:	The Board received and filed the NLD Committee Meeting Minutes for January 3, 2019.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nina Zamora
SECONDER:	Rose Denny

- 2018 County Commission Survey Response Summary – Karl identified that the NLD decided after looking at the summary of the survey that there was an opportunity to address some of the comments in the survey and to try to further educate. The Communications and Public Relations Committee addressed the comments. Betty encouraged County Commission members on their Boards to respond to any questions and to get as much feedback as they can. This will be a great learning opportunity. It was suggested to get down to two pages and there may be more response. It was suggested to send this out as it is this time and to be brief the next time.

MOTION:	The Board approved the 2018 County Commission Survey Response Summary.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Betty Bushey
SECONDER:	Lorelei King

- 2019 Board Meeting Schedule

MOTION:	The Board approved the 2019 Board Meeting Schedule with the Change in August.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Randy Kamps
SECONDER:	Rose Denny

- Appointment of Two Candidates to the RRAC – Demarie Jones and Ruth Anderson. Karl welcomed Ruth who was in attendance.

MOTION:	The Board graciously accepted the two candidates for the RRAC.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Randy Kamps
SECONDER:	Betty Bushey

Ownership linkage plan as presented at the Committee of the Whole -

MOTION: The Board approved the Ownership Linkage Plan as presented.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Al Cambridge
SECONDER: Randy Kamps

NLCMHA Resolution honoring our former Board Member – Frank Tosiello -

MOTION: The Board approved the Resolution Honoring Frank Tosiello.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Al Cambridge
SECONDER: Nina Zamora

D. Board/CEO Linkage – None

11. OWNERSHIP LINKAGE:

Nicole reviewed the public comment statement. Mickie Januzzo shared comments about Frank Tosiello. She noted that the crisis center will cease operation with all of the CMHs in the region leaving. She noted that we have been a partner for 42 years. They will continue the free legal aide, Runaway and Homeless Youth services. She thanked the Board and staff and hopes to have a smooth transition.

12. ANNOUNCEMENTS/BOARD MEMBER REPORTS/BOARD

- Senator Peters will be in Suttons Bay at Bayside Tea Shop on January 26 at 10:00 a.m.

13. FEBRUARY 21 AGENDA PLANNING (GRAYLING):

Reviewed the agenda for the February 21, 2019 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? Lorelei noted the NLD discussed having a 10 minute training for the IPADs before the next meeting. Pam also identified that we identify a discussion board for new members to pose questions and others can respond. Dan suggested to do a tour and help people along. Working on getting a Sharepoint site to share documents as well as questions and answers.

15. ADJOURNMENT:

The meeting adjourned at 3:43 p.m

Respectfully Submitted,

Nicole Miller, Chairperson

Lorelei King, Board Secretary

Debra Lavender, Recording Secretary