

**Board of Director's Meeting
Minutes**

APRIL 18, 2019

2:15 PM

1. CALL TO ORDER:

Northern Lakes Community Mental Health Authority, 105 Hall Street, Traverse City, Michigan. Nicole Miller called the meeting to order at 2:22 p.m.

Board Members Present: Pam Babcock, Betty Bushey, Mary Marois, Sherry Powers, Nina Zamora, Nicole Miller, Randy Kamps, Ben Townsend, Rose Denny, Sherise Shively, Ty Wessell, Al Cambridge, Angela Griffis and Lorelei King.

Board Members Absent: Dean Vivian (advance notice).

Others Present: Karl Kovacs, Chief Executive Officer; Deb Lavender, Executive Secretary; Tracy Rosinski, Director of Recipient Rights; Joanie Blamer, Chief Population Officer for Mental Health Services; Matt Leiter, Human Resources Director; Lauri Fischer, Director of Finance; Becky Vincent, Director of Integrated and Managed Health Services; Andy Babcock; Mike Long; Haider Kazim; and Dave Simpson, Residential Services Administrator.

Confirmation of a Quorum – Yes

Timekeeper – Betty Bushey

2. AGENDA:

MOTION:	Accept the Board Agenda for April 18, 2019 as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Marois
SECONDER:	Lorelei King

3. CONFLICT OF INTEREST DECLARATION:

No conflict of interest was declared.

4. CLOSED SESSION – OPEN MEETINGS ACT MCL 15.268€ Update on Litigation:

Moved into Closed Session at 2:25 p.m.

MOTION:	Move into Closed Session and include Karl Kovacs, Deb Lavender and Andy.
RESULT:	Roll Call Vote: Kamps, Marois, Bushey, Babcock, Griffis, Zamora, Cambridge, Shively, Wessell, Powers, Townsend, King, Denny and Miller. MOTION APPROVED.
MOVER:	Randy Kamps
SECONDER:	Lorelei King

ITEM #1

MOTION: Move out of Closed Session.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Nina Zamora
SECONDER: Betty Bushey

Moved out of Closed Session at 3:16 p.m.

MOTION: Authorize our Attorney to follow the strategy as discussed.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Al Cambridge
SECONDER: Angela Griffis

5. CONSENT AGENDA:

A. Consideration of the Consent Agenda

MOTION: Approve the Consent Agenda for April 18, 2019 and removal of the financial statements.
RESULT: ADOPTED (UNANIMOUS)
MOVER: Randy Kamps
SECONDER: Mary Marois

Lauri responded to the question regarding the request by the Milliman actuaries and MDHHS asking for extensive data from every CMHSP and PIHP to be used to develop a fee schedule. There was also a request about the Direct Care Worker increase and we decided to comply with the NMRE to offer .28 per unit if the provider will attest that they would give their employees the increase. Regarding Medicaid spending, the Medicaid capitation flows through the NMRE to the CMHs. We can only keep the local funding and 423 funds. Lauri identified that we submitted the annual submission and the community data set includes the number of individuals covered by Medicaid in our six counties. The number is the lowest it has been in eleven years.

MOTION: Receive and file the financial statements as presented.
RESULT: ADOPTED (UNANIMOUS)
MOVER: Randy Kamps
SECONDER: Nina Zamora

6. OWNERSHIP LINKAGE:

A. Citizen Comment – None.

B. Ownership Communication – None.

7. CHIEF EXECUTIVE OFFICER'S REPORT:

Karl referenced his written report in the Board Packet. He thanked the Board for his evaluation, comments and the trends. The attachments to his report were from the Director's Forum held on April 8 and 9 including the FY 20 Executive Budget Proposal, FY 20 MDHHS Executive Recommendation, FY 19-20 CMHAM Legislative and Policy Platform and Information on the Public Mental Health System.

We received a communication from Pine Rest Christian Mental Health Services terminating their Traverse City contract effective May 4 for outpatient, case management and psychiatric services. They have agreed to work with us to ensure there is a smooth transition for our consumers.

Last Board meeting Pam brought up about a radio ad and after discussion with our Human Resources staff it was noted they are using Michigan 4Hire. The company had IT issues in that there was variation of the information displayed based on the web browser that was used. Dave Simpson provided an update on the six Board operated residential homes that are licensed. We are using Michigan Works and Indeed to receive additional applications. We are bringing technology into the homes.

Karl shared that after 25 years of service Becky Vincent will be retiring on July 5. The Board congratulated her and on her next chapter.

8. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

Minutes for the February 27 meeting were included in the packet. Randy reported that MDHHS will be expanding the Health Home Pilot to the twenty-one counties in our region by January 1, 2020. They have been focusing on Substance Use Disorders and Eric Kurtz has been meeting with courts and providers to make sure we are all heading in the right direction and needs are being met. Mary noted that they are trying to have communities consider the individual's needs when they get out of jail. Sherise reported that she attended a meeting that included Grand Traverse, Leelanau, Missaukee, Wexford and Antrim Counties and were educated about the levels of care. They do not have the providers in the area for the levels of care that are appropriate for the people that get out of jail. Mary noted that this is her first meeting at the NMRE and she has learned a lot that will help the communities understand where the gaps are.

9. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

- A. Receipt of CEO Response to Monitoring Report – 1.0 Consumer and Community Ends (Internal Inspection)

MOTION:	The Board has reviewed Policy 1.0 Consumer and Community Ends (1.0.1 – 1.0.5) at 100% compliance.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Rose Denny
SECONDER:	Nina Zamora

- B. New Operational Worries – None.

- C. April Monitoring Assignment
2.8 Communication & Support to the Board (Internal Inspection) will complete and turn in.

10. BOARD MEANS SELF-ASSESSMENT:

- A. Receipt of CEO Response to Monitoring Report – 3.3 Board Member Code of Conduct (Direct Inspection)

MOTION:	The Board has reviewed Policy 3.3 Board Member Code of Conduct at 100% compliance.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Randy Kamps
SECONDER:	Nina Zamora

Receipt of CEO Response to Monitoring Report – 3.6 Board Chair Functions (Direct Inspection)

MOTION: The Board has reviewed Policy 3.6 Board Chair Functions at 100% compliance.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Mary Marois
SECONDER: Rose Denny

B. April Monitoring Assignment

3.7 Governance Committees (Direct inspection) complete and turn in.

3.7A Recipient Rights Advisory Committee (Direct inspection) complete and turn in.

3.7B Recipient Rights Appeals Committee (Direct inspection) complete and turn in.

11. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. Ends – None

B. Executive Limitations – None.

*C. Governance Process/Ownership Linkages
- Receive and File RRAC Minutes April 2, 2019*

MOTION: The Board Received and Filed RRAC Minutes for April 2, 2019.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Rose Denny
SECONDER: Betty Bushey

- Approve Audited Financial Statements

MOTION: The Board Approved the Audited Financial Statements ending on September 30, 2018.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Al Cambridge
SECONDER: Randy Kamps

Complete the Conflict of Interest and Code of Conduct forms and turn in.

D. Board/CEO Linkage – None.

12. OWNERSHIP LINKAGE: None

13. ANNOUNCEMENTS/BOARD MEMBER REPORTS/BOARD

- Randy invited everyone to attend the 77th Annual Rotary Show on Wednesday through Saturday. He identified the funds goes back into our community.

14. MAY 16, 2019 AGENDA PLANNING (HOUGHTON LAKE):

Reviewed the agenda for the May 16, 2019 meeting.

15. 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? None.

16. ADJOURNMENT:

The meeting adjourned at 4:16 p.m

Respectfully Submitted,

Nicole Miller, Chairperson

Lorelei King, Board Secretary

Debra Lavender, Recording Secretary

Draft