



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

Board of Director's Meeting Minutes

November 21, 2019

2:30 PM

1. CALL TO ORDER:

Northern Lakes Community Mental Health Authority – 527 Cobb St, Cadillac MI 49601

Called to order at 2:17 by Rose Denny – Roll Call

Board Members Present: Lorelei King, Angela Griffis, Rose Denny, Betty Bushey, Mary Marois, Al Cambridge, Dean Vivian, Ben Townshend, Nicole Miller, Nina Zamora, Pam Babcock, Ty Wessell, and Sherry Powers.

Board Members Absent: Dan Lathrop (advance notice), Angelia Griffis (advance notice), Sherise Shively (advance notice), and Randy Kamps (advance notice).

Others Present: Karl Kovacs, Chief Executive Officer; Lauri Fischer, Director of Finance; Joanie Blamer, Chief Population Officer; Dan Mauk, Chief Information Officer; Tracy Rosinski, Director of Managed and Integrated Health Care; Paul Keller, Director of Recipient Rights; Andy Babcock; Rosemary Rokita, Customer Service/Grievance and Appeal Coordinator; Kari Barker, QI Compliance Director; Matt Leiter, HR Director; Donna Norkoli, NAMI Cadillac; Nancy LaFave; Daire Rendon, State Representative; Barb Hancock; Bridgette VanAvery; Aaron Fader, Community Specialist

Confirmation of a Quorum
Pledge of Allegiance

2. AGENDA:

A. *Consideration of the Agenda*

3. CONFLICT OF INTEREST DECLARATION:

No conflict of interest was declared.

4. CONSENT AGENDA:

A. *Consideration of the Consent Agenda*

MOTION:	Approve Board Consent Agenda with removal for November 21, 2019
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Marois
SECONDER:	Lorelei King

Mary Marois asked to remove the financial report from the consent agenda. Mary asked about the MI Choice Waiver Program revenue. Lauri Fischer answered that the revenue is based on the number of slots available and the time length of those slots.

MOTION:	Approve Financial Report
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Al Cambridge
SECONDER:	Mary Marois

OWNERSHIP LINKAGE:

- B. *Citizen Comment*
 - i. *Nancy LaFave – discussed challenges her brother Mark Hubbard has faced while living in a Spectrum Home.*
 - ii. *Bridget VanAvery – would like to be contacted by Recipient Rights when a violation is reported regarding one of her recipients.*
 - iii. *Barb Hancock – if a client comes to a point where they could live in a semi-independent home, they should be assisted to transition.*

Karl will follow up and report back to the Board – the contact info was collected from each commenter.

- C. *Ownership Communication – None.*

5. CHIEF EXECUTIVE OFFICER'S REPORT:

Karl noted that there was follow up from the Community Mental Health Association of Michigan (CMHAM) Director's Forum and the representation meeting held after. At this meeting the complexity and strengths of the public mental health system were discussed. Karl reports that he is encouraged by the words of Director Gordon and his focus on the *people*. Karl looks forward to further dialogue with the State. The presentations to the Leelanau and Crawford Commissions were very successful and Karl appreciated that consumers were able to come and tell their story to the commissioners directly. The surveys were distributed.

6. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

Al noted that the Minutes of the NMRE did not necessarily reflect that which was reported by Director Gordon. Karl spoke on this and that Traditional Medicaid and Healthy Michigan are being capitated close to expectations. Other Regional Entities in the State are not receiving expected levels of capitation.

7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

- A. Receipt of CEO Response to Monitoring Report – 2.4 Financial Management (Internal Inspection) *

MOTION:	The Board finds the organization 100% in compliance with Policy 2.4 Financial Management (Internal Inspection).
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Marois
SECONDER:	Betty Bushey

- A. Receipt of CEO Response to Monitoring Report – 2.5 Asset Protection (Internal Inspection) *

MOTION: The Board finds the organization 100% in compliance with Policy 2.5 Asset Protection (Internal Inspection).
RESULT: ADOPTED [UNANIMOUS]
MOVER: Lorelei King
SECONDER: Dean Vivian

a. New Operational Worries – none

b. *November Monitoring Assignment*

2.4 Global Executive Limitations (Internal Inspection)

B. BOARD MEANS SELF-ASSESSMENT:

a. Receipt of CEO Response to Monitoring Report – 3.0 Global Governance Process/Ownership Linkage (Direct Inspection)

MOTION: The Board finds the organization 100% in compliance with 3.0 Global Governance Process/Ownership Linkage - Direct Inspection.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Nicole Miller
SECONDER: Lorelei King

a. Receipt of CEO Response to Monitoring Report – 4.0 Global Governance-Board/CEO Linkage (Direct Inspection)

MOTION: The Board finds the organization 100% in compliance with 4.0 Global Governance-Board/CEO Linkage - Direct Inspection.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Dean Vivian
SECONDER: Ben Townsend

b. *November Monitoring Assignment*

3.2 Governance Style (Direct Inspection) and 3.4 Annual Work Plan (Direct Inspection)

C. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

a. *Ends – None.*

b. *Executive Limitations – None.*

c. *Governance Process/Ownership Linkages*
Review and approve the NLD Minutes from November 6, 2019.

MOTION: Approve the NLD Minutes from November 6, 2019
RESULT: ADOPTED [UNANIMOUS]
MOVER: Ty Wessel
SECONDER: Nicole Miller

d. *Board/CEO Linkage* – Mary asked for Karl to report to the Board as soon as the public comments are addressed, rather than at the next meeting.

D. **OWNERSHIP LINKAGE:** Citizen Comment – State Representative Daire Rendon was in attendance and thanked the commitment of everyone in attendance. She recognizes the need for mental health in the state and wanted to express support.

E. **ANNOUNCEMENTS/BOARD MEMBER REPORTS/BOARD:** None.

F. **Closed Session (OMA MCL 15.268 (h))** – The Board entered a closed session at 3:29 pm and returned at 5:11 pm

a. Move to Closed Session

MOTION:	Move to Closed Session
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dean Vivian
SECONDER:	Betty Bushey

a. Authorization for Karl to continue to work with Barnes and Thornburg to deal with the issues discussed in closed session

MOTION:	Authorization for Karl to continue to work with Barnes and Thornburg to deal with the issues discussed in closed session
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Al Cambridge
SECONDER:	Nicole Miller

G. **December 19, 2019 Agenda Planning (Traverse City)** – Mary would like to add a section for Karl to report on his follow up with the public comments made today. Ty would also like to add a section to discuss means and ends.

H. **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?
- Show up to the All-Staff Year End Celebration on December 5th.

a. Adjournment

MOTION:	Adjournment
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nina Zamora
SECONDER:	Betty Bushey

I. **ADJOURNMENT:**

The meeting adjourned at 5:18 p.m.

Respectfully Submitted,

Randy Kamps, Chairperson

Lorelei King, Board Secretary

Aaron Fader, Recording Secretary

DRAFT