



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

Board of Directors Meeting Minutes

November 19, 2020

2:15 p.m.

1. CALL TO ORDER:

Northern Lakes Community Mental Health Authority – Microsoft Teams Meeting (Virtual)

Called to order at 2:15 p.m. by Rose Denny

Board Members Present: Dean Vivian, Al Cambridge, Mary Marois, Rose Denny, Ty Wessell, Betty Bushey, Ben Townsend, Nicole Miller, Pam Babcock, Sherise Shively, Sherry Powers, Nina Zamora, Dan Lathrop, Angie Griffis

Board Members Absent: Randy Kamps (prior notice given); Lorelei King (prior notice given)

Others Present: Karl Kovacs, Chief Executive Officer; Joanie Blamer, Chief Population Officer for Mental Health Services; Matt Leiter, Director of Human Resources; Lauri Fischer, Chief Financial Officer; Carrie Gray, Chief Population Officer for Intellectual and Developmental Disabilities Services; Deb Lavender, Executive Secretary; Jessica Williams, Performance Improvement Specialist; Kari Barker, Director of Quality and Compliance; Tracy Andrews, Director of Integrated and Managed Health Services; Dan Mauk, Chief Information Officer; Brie Molaison, Customer Services Specialist; Aaron Fader, Executive Administrative Specialist

Confirmation of a Quorum

2. AGENDA:

No action was taken

3. CONFLICT OF INTEREST DECLARATION:

No conflict of interest was declared.

4. CONSENT AGENDA:

MOTION:	Accept the Consent Agenda for November 19, 2020 with separate discussion of financial statements
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Al Cambridge
SECONDER:	Mary Marois

Consideration of the Consent Agenda:

AI wanted to discuss the overview of the direct care worker wage premium. He wanted to know the risk to the carry forward and if it could disappear. Lauri explained that the risk to NLCMHA and the NMRE is the MDHHS has specified the value of the funds provided for direct care wage premiums and any of those funds not paid to DCW staff will be cost settled. The amount MDHHS has specified as DCW wage premiums is \$6.5M but the NMRE affiliation has spent \$3.3M. The remaining \$3.2M will be returned to the MDHHS. The \$19M shown as unspent on the NMRE financials include the premium pay that will be returned.

MOTION:	Receive and File the Financial Statements
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	AI Cambridge
SECONDER:	Dan Lathrop

OWNERSHIP LINKAGE:

A. *Citizen Comment* – None

B. *Ownership Communication* – None.

5. CHIEF EXECUTIVE OFFICER'S REPORT:

The CEO Report was presented during the Committee of the Whole Meeting.

6. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

The NMRE minutes were not received in time for the November Board Packet. The NMRE will be combining the November and December meetings.

7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

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

MOTION:	The Board finds the organization 100% in compliance with Policy 2.4 Financial Management/Internal Controls (Internal Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dean Vivian
SECONDER:	Ty Wessell

B. *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:	AI Cambridge
SECONDER:	Ty Wessell

C. *New Operational Worries* – None.

D. November Monitoring Assignment

2.0 Global Executive Limitations (Internal Inspection) Please complete and turn in.

8. 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 Policy 3.0 Global Governance Process/Ownership Linkage (Direct Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dean Vivian
SECONDER:	Ty Wessell

- B. *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 Policy 4.0 Global Governance – Board/CEO Linkage (Direct Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Betty Bushey
SECONDER:	Nicole Miller

C. November Monitoring Assignment

3.2 Governance Style (Direct Inspection) and 3.4 Annual Workplan (Direct Inspection).
Please complete and turn in.

9. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. *Ends* – None.

B. *Executive Limitations* – None.

C. *Governance Process/Ownership Linkages*

a. NLD Minutes

- i. Since there will not be a Board Retreat this year, the NLD Committee wondered where the topics of interest could fit in. Some of the topics will take much more time than others. The education plan shows how many minutes are allotted for each presentation. Al suggested that we start the COW at 12:00 PM and fit in 30 minutes each meeting. Betty would like to hear from consumers and their experiences when the Board begins to meet in person again. Dean asked if we would be able to have the State ORR give another presentation. The NLD will begin planning presentations for the year.

MOTION:	Approve NLD Minutes from November 5, 2020
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Marois
SECONDER:	Betty Bushey

b. Board Self Assessments

- i. There seemed to be some indication that some Board Members were not sure what “ownership” entails. This is constantly a low scoring section of the assessment. Dean also asked about mentorship and wanted to discuss the senior members of the Board guiding the newer members. Sherry confirmed that Lorelei has been very helpful with any questions she has had. Ty wonders if there is a way to reach out for public comment during virtual meetings that will bring in more people and responses. Virtual meetings also making it more difficult for people to ask questions to their neighbor without interrupting the meeting. Mary was interested in having another meeting similar to the Public Hearing as a virtual meeting.

c. 2021 Board Schedules

MOTION:	Approve all of the 2021 Board Schedules
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Mary Marois
SECONDER:	Ty Wessell

D. Board/CEO Linkage

Ty mentioned that it is good to have Karl back.

Mary lamented that we will not be able to have a Holiday End of the Year Celebration for staff and Board Members this year due to COVID-19.

10. OWNERSHIP LINKAGE: None.

11. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- Karl announced that Sherry Powers has completed her Board Works Training.
- The NLCMHA Recovery Celebration will be held virtually this year.
- Mary reminded the Board that there has been discussion of creating an ad hoc committee focused on helping with NLCMHA building issues.
- Ty thanked Rose for Chairing the COW and Board Meetings.
- Ben dreams of a popcorn machine.

12. MEETING EVALUATION:

No Evaluation

13. ADJOURNMENT:

The meeting adjourned at 3:06 p.m.

Respectfully Submitted,

Randy Kamps, Chairperson

Lorelei King, Board Secretary

Aaron Fader, Recording Secretary
