



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

Board of Directors Meeting Minutes

December 17, 2020

2:15 p.m.

1. CALL TO ORDER:

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

Called to order at 2:45 p.m. by Randy Kamps

Board Members Present: Grayling - Sherry Powers and Lorelei King. Virtual or by Phone – Nicole Miller, Nina Zamora, Pam Babcock, Ben Townsend, Ty Wessell, Al Cambridge, Betty Bushey, Dan Lathrop, Mary Marois, Angela Griffis, Rose Denny, Dean Vivian, and Randy Kamps.

Board Members Absent: Sherise Shively (advance notice).

Others Present: Virtual – Karl Kovacs, Chief Executive Officer; Joanie Blamer, Chief Population Officer for Mental Health Services; Deb Lavender, Executive Secretary; Tracy Andrews, Director of Integrated and Managed Health Services; Kari Barker, Director of Quality and Compliance; Darryl Washington, Director of Long Term Care and Support Services; Lauri Fischer, Chief Financial Officer; Matt Leiter, Director of Human Resources; Dan Mauk, Chief Information Officer; Brie Molaison, Customer Services Specialist; Aaron Fader, Executive Administrative Specialist

Confirmation of a Quorum

2. AGENDA:

MOTION:	Accept the Agenda for December 17, 2020
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dean Vivian
SECONDER:	Ty Wessell

3. CONFLICT OF INTEREST DECLARATION:

No conflict of interest was declared.

4. CONSENT AGENDA:

A. *Consideration of the Consent Agenda*

MOTION:	Accept the Consent Agenda for December 17, 2020
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Al Cambridge
SECONDER:	Dean Vivian

OWNERSHIP LINKAGE:

B. *Citizen Comment* – None

C. *Ownership Communication* – None.

5. CHIEF EXECUTIVE OFFICER'S REPORT:

Karl spoke again about the interest of North Peak in purchasing the current Traverse City NLCMHA building. They want NLCMHA to sell the building and they would finance the difference between the purchase price of the current building and the cost of another building. Financially, we would like to avoid assuming debt. He asked if there was interest in reconvening the Ad Hoc Building Committee. Randy brought up the past issues of parking and wondered if the potential for remote working can be carried on into the future. He also noted that due to COVID there are a lot of open office spaces that we could move in to if we so chose. Randy thought it best to disband the Ad Hoc Committee with support from Dan and Mary. Betty asked if there was a current need for more space. Karl mentioned that even before COVID there was not a need for more office space. Laurie spoke about the potential of further telehealth options into the future and wondered what our special needs will be in the future. She said that even planning it would be impossible currently, but we could entertain the idea in the far future. Al believed we should wait long enough to where their offer would not include NLCMHA going in the debt.

Karl asked Joanie to give an update on a Recipient Rights issue involving Paul Keller. Joanie explained the nature of the investigation and the remedial action that was taken. Karl and Joanie are satisfied with the outcome and how it was handled and Karl reiterated his confidence in Paul's job performance.

Deb asked about the 2020 Board Meeting Schedule and if there should be any changes made since we have identified that the January and February meetings are scheduled to meet at the Cadillac Office and meet virtually. The rest are scheduled to meet in person. Randy asked there be a modifier included stating that this schedule is subject to change. Nicole recommended we add virtual options to each meeting so that those from outside the organization have easier access in the future.

6. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

No comments.

7. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

A. *Receipt of CEO Response to Monitoring Report – 2.0 Global Executive Limitations (Internal Inspection)*

MOTION: The Board finds the organization 100% in compliance with Policy 2.0 Global Executive Limitations (Internal Inspection)
RESULT: ADOPTED [UNANIMOUS]
MOVER: Rose Denny
SECONDER: Nicole Miller

B. *New Operational Worries – None.*

C. *December Monitoring Assignment*

2.6 Global Executive Limitations (Internal Inspection) and 2.10 Administrative Cost (Internal Inspection) Please complete and turn in.

8. BOARD MEANS SELF-ASSESSMENT

A. *Receipt of CEO Response to Monitoring Report – 3.2 Governance Style (Direct Inspection)*

MOTION: The Board finds the organization 100% in compliance with Policy 3.2 Governance Style (Direct Inspection)
RESULT: ADOPTED [UNANIMOUS]
MOVER: Dean Vivian
SECONDER: Betty Bushey

B. *Receipt of CEO Response to Monitoring Report – 3.4 Annual Workplan (Direct Inspection)*

MOTION: The Board finds the organization 100% in compliance with Policy 3.4 Annual Workplan (Direct Inspection)
RESULT: ADOPTED [UNANIMOUS]
MOVER: Rose Denny
SECONDER: Nicole Miller

C. *December Monitoring Assignment*

3.1 Board Job Description (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. *RRAC Minutes*

i. Nicole mentioned that there was public comment made at the last RRAC meeting and that she appreciated that it was made and asked the Board to look at that section of the minutes.

MOTION: Approve RRAC Minutes from December 1, 2020
RESULT: ADOPTED [UNANIMOUS]
MOVER: Nicole Miller
SECONDER: Ty Wessell

D. Board/CEO Linkage

MDHHS had indicated last year that the local contribution to draw down Medicaid Funds would be phased out reducing the local contribution by 20% each year for five years. It was reduced to 80% last year but this year the budget did not reflect the additional 20% reduction and remained at 80%. MDHHS is expecting the payment or has indicated that it would reduce our General Funds by that amount. Mary believed that we should not send our next payment. Dean asked Karl what would happen if that were the case. Karl answered that if we do not send it through the NMRE then they would reduce the general funds by that amount. He believed there is a way to support Chip on the issue without withholding the payment. Randy noted that Centra Wellness sent in 60% of the payment and asked that the motion be modified to what Centra has done. Lauri noted that two of the CMHs are not making payments at all and that she doesn't know if the general funds are reduced by the amount for the future or just next year. Lauri wondered if we could send a letter instead of reducing the payment since we do not know what the future will hold.

The motion was made and seconded that going forward, NLCMHA will stay true to the agreement made with the State and that we send in 60%, then 40% the following year, then 20%, then nothing.

MOTION: Going forward, NLCMHA will stay true to the agreement made with the State and that we send in 60%, then 40% the following year, then 20%, then nothing.

RESULT: ADOPTED [11 Yes, 4 No] Al Cambridge – Yes, Angie Griffis – Yes, Ben Townsend – Yes, Betty Bushey – Yes, Dean Vivian – Yes, Lorelei King – No, Mary Marois – Yes, Nicole Miller – No, Pam Babcock – Yes, Randy Kamps – Yes, Rose Denny – Yes, Sherry Powers – No, Ty Wessell – No, Nina Zamora – Yes, Dan Lathrop - Yes

MOVER: Mary Marois
SECONDER: Dean Vivian

10. OWNERSHIP LINKAGE: None.

11. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- Nina gets to return to her home tomorrow.
- Randy is pleased to report that his absence last week was prolonged due to his wife being diagnosed with COVID. Camp was very successful with six deer this year.
- Rose's sons brought her a deer as well. Rose also wanted the Board to be aware of the rise in suicide cases recently, especially with younger people.
- Betty shared that her son received the vaccine and is doing very well with no side effects.
- Pam said that her daughter is a social worker that is also doing all her work virtually.

12. MEETING EVALUATION:

Randy thanked everyone for their input on the Centra Wellness issue and noted that he values opposing opinions.

13. ADJOURNMENT:

The meeting adjourned at 3:56 p.m.

Respectfully Submitted,

Randy Kamps, Chairperson

Lorelei King, Board Secretary

Aaron Fader, Recording Secretary
