



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

Board of Directors Meeting Minutes

January 21, 2021

2:15 p.m.

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

Called to order at 2:19 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, Mary Marois, Rose Denny, Dean Vivian, Sherise Shively and Randy Kamps.

Board Members Absent: Dan Lathrop (advance notice).and Angela Griffis (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; and Andy Babcock.

Confirmation of a Quorum-yes

1. CALL TO ORDER:

2. AGENDA:

MOTION:	Accept the Agenda for January 21, 2021 as presented.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nina Zamora
SECONDER:	Dean Vivian

3. CONFLICT OF INTEREST DECLARATION:

No conflict of interest was declared.

4. CLOSED SESSION (Open Meetings Act MCL 15.268(e)):

Halloway vs. NLCMHA et al Case #19-35186NH, Circuit Court, Grand Traverse County

Moved into Closed Session at 2:23 p.m.

MOTION: Move into closed session to include Karl Kovacs, Joanie Blamer, Lauri Fischer, Aaron Fader and Deb Lavender.
RESULT: Ayes – 14. Marois, Bushey, Vivian, Babcock, Zamora, Cambridge, Miller, Shively, Wessell, Powers, Townsend, King, Denny and Kamps.
MOVER: Nina Zamora
SECONDER: Nicole Miller

Came out of closed session at 2:51 p.m.

MOTION: Accept our Attorney's recommendation as discussed in closed session.
RESULT: Ayes – 14. Vivian, Babcock, Zamora, Cambridge, Miller, Shively, Wessell, Powers, Townsend, King, Denny, Marois, Bushey and Kamps.
MOVER: Al Cambridge
SECONDER: Mary Marois

5. CLOSED SESSION (Open Meetings Act MCL 15.268(e)):

Masson vs. NLCMHA et al Case #20-35401AW, Circuit Court, Grand Traverse County

Went into closed session at 2:58 p.m.

MOTION: Move into closed session to include Karl Kovacs, Tracy Andrews, Joanie Blamer, Aaron Fader and Deb Lavender.
RESULT: Ayes – 14. Babcock, Zamora, Cambridge, Miller, Shively, Wessell, Powers, Townsend, King, Denny, Marois, Bushey, Vivian and Kamps.
MOVER: Dean Vivian
SECONDER: Sherise Shively

Moved out of closed session at 4:09 p.m.

MOTION: Accept our CEO's recommendation of the matters we discussed in closed session.
RESULT: Ayes – 12. Cambridge, Miller, Wessell, Powers, Townsend, King, Denny, Marois, Bushey, Vivian, Babcock, and Kamps.
MOVER: Al Cambridge
SECONDER: Nicole Miller

6. CONSENT AGENDA:

A. Consideration of the Consent Agenda

MOTION: Accept the Consent Agenda for January 21, 2021.
RESULT: ADOPTED [UNANIMOUS]
MOVER: Dean Vivian
SECONDER: Nicole Miller

OWNERSHIP LINKAGE:

B. *Citizen Comment* – None

C. *Ownership Communication* – None.

7. CHIEF EXECUTIVE OFFICER’S REPORT:

Karl referenced his report and asked for questions. None were identified.

8. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

Dean reiterated discussing the letter from Chip Johnston at the February meeting. Karl sent the draft and there is a final version that is going to the NMRE Board next week. Karl will forward the final version to Board Members and will add to the February Agenda.

9. ASSURANCE OF ORGANIZATIONAL PERFORMANCE:

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

MOTION:	The Board finds the organization 100% in compliance with Policy 2.6 Community Resources (Internal Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dean Vivian
SECONDER:	Rose Denny

Receipt of CEO Response to Monitoring Report – 2.10 Administrative Cost (Internal Inspection)

MOTION:	The Board finds the organization 100% in compliance with Policy 2.10 Administrative Cost (Internal Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nicole Miller
SECONDER:	Rose Denny

B. *New Operational Worries* – None.

C. *January Monitoring Assignment*

2.4 Financial Management (Internal Inspection). Please complete and turn in.

10. BOARD MEANS SELF-ASSESSMENT

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

MOTION:	The Board finds the organization 100% in compliance with Policy 3.1 Board Job Description (Direct Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Dean Vivian
SECONDER:	Nicole Miller

B. *January Monitoring Assignment*

3.9 CEO Compensation (Direct Inspection) and 3.10 Board Member Conflict of Interest (Direct Inspection). Please complete and turn in.

11. GOVERNANCE POLICIES DISCUSSION AND ASSESSMENT:

A. *Ends* – None.

B. *Executive Limitations* – None.

C. *Governance Process/Ownership Linkages*

a. *NLD Minutes – January 6, 2021*

MOTION:	Approve NLD Minutes of January 6, 2021
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Rose Denny
SECONDER:	Betty Bushey

b. *Board By-Laws*

MOTION:	Approved Board By-Laws
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Ty Wessell
SECONDER:	Dean Vivian

c. *Ownership Linkage Plan*

MOTION:	Approved the Ownership Linkage Plan
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Nicole Miller
SECONDER:	Rose Denny

d. *Board/CEO Linkage - None*

12. OWNERSHIP LINKAGE: None.

13. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

- There was discussion about the COVID vaccine and whether it is mandated. Matt Leiter updated the Board on the status of vaccinating staff.
- Discussion about raising awareness of the CMH system. Randy suggested that the Ad Hoc Committee hold off meeting until the CMHAM PR Group can discuss.
- Randy received a letter from CMHAM regarding providing support for the CMHAM desire to receive a SAMSHA grant for virtual telehealth training across the system. They are asking for a sample letter.

MOTION:	The NLCMHA Board Supports Sending a Letter in Support Under the Chairperson's Signature and Directs the CEO to Send a Letter.
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Randy Kamps
SECONDER:	Ty Wessell

14. FEBRUARY 18, 2020 AGENDA PLANNING:

Add discussion regarding communication from Chip Johnston related to Section 928 to next month's meeting.

15. MEETING EVALUATION:

None.

16. ADJOURNMENT:

The meeting adjourned at 4:36 p.m.

Respectfully Submitted,

Randy Kamps, Chairperson

Lorelei King, Board Secretary

Debra Lavender, Recording Secretary

DRAFT