

**Committee of the Whole Meeting  
Minutes**

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**April 21, 2022**

**12:30 PM**

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**1. ATTENDANCE:**

Northern Lakes Community Mental Health Authority, 527 Cobb Street, Cadillac and remote virtual meeting.

Rose Denny called the meeting to order at 12:30 p.m.

Board Members Present: Randy Kamps, Penny Morris, Ben Townsend, Rose Denny, Justin Reed, Barb Selesky, Pam Babcock, Nicole Miller, Sherry Powers, Mary Marois, Ty Wessell, Al Cambridge, Greg McMorrow, Angie Griffis, Dan Dekorse, and LynN Pope

Others Present: Cadillac – Joanie Blamer, Interim Chief Executive Officer; Lauri Fischer, Chief Financial Officer; Matt Leiter, Director of Human Resources; Tracy Andrews, Director of Integrated and Managed Health Services; Brian Newcomb, Director of Recipient Rights; Heather Sleight, Administrative Specialist; Jeremiah Williams, Information Technology Supervisor; Deb Lavender, Executive Secretary; Andy; Derek Miller, Financial Auditor; Terry Peacheck; 3 unknown public

Virtual – Darryl Washington, Director of Long-Term Care and Support Services; Curt Cummins, Medical Director; Ann Ketchum, Programmer Analyst II; Brie Molaison, Customer Service Specialist; Jessica Williams, Performance Improvement Specialist; Michelle Dosch, Compliance Secretary; Deb Freed; Chris Biggar, Finance Manager; Kelly Hoag, Administrative Specialist; Kasie Morse, Customer Service Provider; Aaron Fader, Executive Administrative Specialist; Andrew Waite, Behavioral Health Home Manager; Brittany Moen, Recipient Rights Advisor; Dave Simpson, Residential Services Administrator; Melissa Bentgen, Accounts Payable Team Lead; Treasa Cooper, Reimbursement Coordinator; Dean Baldwin, Network Administrator; Kari Barker, Quality and Compliance Director; Aimee Horton-Johnson, Office Administrator – Reception; Rob Veale, Programmer Analyst – IT/MIS; Sheryl Dey, OPT/ACT Operations Manager

**2. RECEIVE AND REVIEW MARCH 17, 2022 MINUTES:**

Mary asked when did our board minutes go from board minutes to a transcript?

I mean, did we decide to do that at some point in time? I mean it's it appears that they are now transcripts of the meeting. Like where do word word for word? Rose - Right. I've noticed that too just recently. Can we go back to having minutes of meetings instead of transcripts?

**Rose** - I feel like it just changed, you know, recently.

Randy - I can only respond from my perspective. You are correct. There was no board dictate or decision. There was no board decision that I am aware of to go to transcripts now that said. As of recent, there has been questions as to need for clarification to exactly what was said. And perhaps the reaction to that was to go to full transcript to avoid those types of questions in the future. I agree with you, or I wouldn't say that. I guess I understand your concern because now it takes 2 hours to read minutes as opposed to a summary. I believe that we need to address this. And I will be happy to include that in future meetings so that we can. I mean there are many things that, in the Chair's

opinion, we need to adjust and change as we move forward and minutes is one of them. So that's the best way I can respond.

Mary - I understand your response. I just think it makes us look stupid to the places that end up getting minutes of our meetings. You know, I think they look at it and say why are they doing this? And minutes of the meetings are to reflect decisions made by a board. And I think that it is unnecessary to go through all of that transcribing.

Randy - Frankly I don't disagree, hopefully we can arrive at consensus as to how we proceed, but at this moment I that's all I can offer you.

Mary - Can we put it on the board agenda for today?

Randy - Let's wait until we get to that point, and if you want to offer an amendment, fine. But at this point that's my response.

**Justin** - I do have a disagreement with the minutes and that is what the motion rescind/motion to offer the CEO position to Interim CEO. Those minutes do not reflect it as a failed motion. So that needs to be adjusted to say it's a failed motion because it was a typo. Thank you.

**Randy** - If I may. I believe page 18 of your packets in the middle of the top paragraph. There was a line, it starts talking about operational worries and then the next line it says there was, there has been some deception. And I guess that confuses me because the word deception in there doesn't follow the discussion or anything to that nature. So, I just point that out.

Next, I'm going to page 19. There are two numbers on these pages, so I apologize. One is page. There's a 14 on the bottom and it 19 on the bottom, Fifth paragraph down. Randy recognized Barb. Barb noted 1<sup>st</sup>, that I am not smart enough to connive with you guys. It is my hope that we treat each other with decorum. And I just asked that we treat each other politely and that we treat each other without name calling. That's my only comment. Thank you. If you want to have a description of the word connive you can look it up, but basically the word connive intends somebody is doing something illegal. And I don't believe anybody around this table is doing anything illegal. So, to be accused of conniving as a board without evidence, I ask that we, going forward, we treat each other with dignity and respect. Thank you.

**Ben** - Thank you. Thank you. I agree. I agree with what Randy said 100%. I just didn't know where he was. I'm trying to look in the, is it in the COW packet that you're talking about?

No, it's in the board of directors in the Minutes.

Ben -Oh, I'm sorry. OK. I kept trying to look for 14 with 19 on it. I'm sorry. OK, we're fine. I agree with all you said. Let's just put it that way. Thank you.

### **3. PUBLIC COMMENT:**

None.

### **4. UPDATE ON RECIPIENT RIGHTS:**

Brian Newcomb - Good afternoon. As you'll see in this month's report, I included again some three-year data. I wanted to point out a few things with this year, we're on track to reach about 530 to 550 total complaints when you break it down to where we're at currently in the year. If you look at interventions, we're at 13, which is higher than usual. I contribute that to part of our working relationship that we've tried to develop with our own staff. We've had several staff that will make a total mistake and realize it and they've been self-reporting those to us, which has been great. We can do an intervention until the 30 days if the facts aren't very clear. They tell us what happened. They tell us, you know the instance, what happened, and we can go from there and meet with their supervisors and we get remedial action right away. So, I believe that that working relationship that we've developed has helped that to go in a positive direction.

We still remain in compliance. If you look at our substantiation rate it's at 46%, the annual state report issued their findings at 44.7. So, we're right in line with the state. Our investigation types you'll see where it's broke down. I wanted to include, because I was asked before, just how all of our complaints breakdown and what parts of the Mental Health Code are covered. And you can see we break it down by abuse and neglect, which are the main ones. Services due to condition which are covers a vast variety of the Mental Health Code. And then we also see some confidential information and least restrictive setting is another big part.

And the next section I just included where we're at for site visits. Currently we're at 56%. Actually, this was last week, so we're a little bit higher than that. And the new contract site visits were 12

completed. Those are new providers that we are looking at to approve a contract. So, we send one of our officers or advisors to go look at the home, do a quick inspection. We look at all of their records, how safe the house is, if it's fit for our consumers and we say yes or no and we work closely with contract management for that. So, we've completed twelve of those.

I will share a pretty positive story. As you know, one of our advisors, Ian Pegan-Naylor is a former law enforcement officer. Recently he did an investigation where he was trying to communicate with the recipient that was, he's not communicative. So, he enlisted the help of one of the Northern Lakes staff. They went over and interviewed this guy, and she was able to use yes and no hands to answer questions. And this consumer was able to do that and answered every question the way that it was interpreted to us on the investigation. And his comment to me was that was probably the most, how did he word it, humane, empowering things he's seen out of humanity in 10 years. So, to hear that from him and to see how the staff worked with this recipient was something that made all of us that day pretty happy. So, I just wanted to share that with the board, the collaboration that's going on between us and the agency. So, any questions?

**Randy** - - Do you feel that the office needs any additional protections at this time?

**Brian** - No, thank you.

**Rose** -Alright, I don't see anyone else with questions. So, thank you, Brian. You guys are doing a great job.

**Brian** - Thank you. Appreciate it.

## **5. FINANCIAL, SINGLE AND COMPLIANCE AUDIT:**

**Lauri Fischer** - I'd like to introduce Derek Miller, our auditor, who's going to present today.

**Derek** - Thank you for allowing me to join you today. My name's Derek Miller. As Lauri said, I was the lead auditor on the financial and compliance audits. There's another lead auditor on the single audit engagement, but I do have that material here to share with you. As I go through the material, please feel free to stop me at any point. If you do have questions, the information that I'm sharing with you has been excerpted from the full report, but I just wanted to cover the highlights with you. The normal place I'd like to start is with the financial audit, so if you could find that and follow along with me, I would appreciate it.

So, the first page to cover is the independent auditors report. It's got some highlighting here. This is really the only document in the financial statements that belongs to us as the auditors. Some highlights here states that we've audited the accompanying financial statements of Northern Lakes Community Mental Health Authority as of and for the year ended September 30, 2021. Management is responsible for the preparation and fair presentation of these financial statements. Our responsibility is to express opinions on these financial statements based on our audit. Finally, in our opinion, the financial statements referred to above present fairly in all material respects the respective financial position of the CMHSP. So that's an unqualified opinion.

The next page is the statement of net position. This is the balance sheet. It lists all of the assets, liabilities and net position for Northern Lakes for fiscal year 21. I've also included some text box inserts to give you an idea of what those amounts were in the prior year, so you have that context when we're looking at the current year numbers. The prior year, current assets of 22.2 million, we see that's increased to 30 million this year. The majority of that increase was in cash and cash equivalents as well as investments. Noncurrent assets from 7.2 million in the prior year to 6.6 million in the current year. Moving down to current liabilities and the prior year 11.0 million and that is up this year to 16.2. Most of that increase was due to governmental units relating to the cost settlement with NMRE. Total non-current liabilities are pretty consistent with the prior year 5.8 and the prior year 5.4 in the current year and then total net position we see has increased from 13.4 in the prior year to 15.2. And I have a little metric that I'll share with you on the following page as it relates to net position.

The following page says statement of revenues, expenses, and changes in net position. This is the

income statement listing out all of the revenue and expenses for the fiscal year. We do see that from the prior year, total operating revenues of 73.4 million. That has increased to 79.7 million, most of that increase was in Medicaid capitation. Total operating expenses from 72.6 million similarly has increased to 77.8 million. Most of the increases being in personnel and residential contracts. At the bottom, I've shared with you a table where we like to look at net position as a percentage of operating expenses. That gives us an idea of how long the organization could operate for without additional revenues coming in. That percentage is shown down below as 19.6%, and just for context in the prior year that was 18.4. Typically, the range we like to see our CMHs be in, is between 16 and 24%, so we're right in the middle of the range that we would like to see.

OK. The next page says notes to the financial statements. I just wanted to highlight for you here, this is a nice recap of the incurred-but-not-reported self-insurance liability and it's got a 3-year recap that just gives you an idea of what the beginning liability was - changes in the estimate for the incurred-but-not-reported claims payments and then ending liability. Just gives you a nice recap there.

Upcoming pronouncements are on the following page. There are a lot of changes that are happening at the national level in the accounting pronouncements that impact the financial statements for all governmental entities across the country. Two of those in particular I wanted to draw your attention to. One of them is Gatsby 87 leases. Gatsby stands for Governmental Accounting Standards Board. They're the standard setter at the national level. This pronouncement talks about leases and it's quite a considerable change in reporting for leases. In the past leases have always been recorded as a simple expense when the payment was made and of corresponding credit to cash. This is substantially changing that reporting again for all governmental entities. You'll have to do calculations to assess what the intangible asset is associated with the right to use that asset for the lease term and record a corresponding liability for that lease term as well. That's something that we intend to work with management to make sure that they're ready to implement that new standard for fiscal year 22. For fiscal year 23, we see the Gatsby standard 96 is coming into effect. That is similar to the lease pronouncement, except instead of applying to leases, it'll apply to subscription-based technology agreements. So, if you're have any sort of EMR systems or accounting systems or Office 365, Adobe, et cetera, this is a similar pronouncement that requires you to record an asset for the right to use that for the subscription period and that corresponding liability.

Following page I have, it's actually the following two pages. This is one of my favorite schedules in the financial statements. It gives a really nice seven-year recap of the pension plan and shows how the total pension liability has changed over that period of time as well as the assets that are set aside to fund that liability. And so, I just wanted to share that with you. I don't want to read the numbers to you, but just let you know that that is there and if you have questions about the pension plan or an idea of how that funding has changed over time, that is the resource that's available to you there. I also wanted to know, because of some questions that were brought up last year, we did change the reporting packet a little bit this year. Hopefully you'll notice we've started to include the governance letter, which is typically issued as a separate document. We've included that in the reporting packet this year in the full report, so hopefully you have all received a copy of that. We've also included the management representation letter, which in the past was not included in the reporting packet, but I believe there was a concern brought up last year, so we did include that this year as well.

I just wanted to address any questions on the financial audit before I moved on to the compliance audit. Yes?

**Comment from Randy -** This is not a question. It is more of a comment. I refer you to page 41 of the packet where the auditors are reflecting items related to the pension, which is currently frozen. And I just want to give you a heads-up as to what you might expect going down the road regarding the pension liability. The numbers through the reporting period which, I think it was 2021, reflect good results and we are grateful for that and reflect an improvement in pension funding. But what I'd like to point out to you, just so you are not surprised when and if it happens, on page 42, there is a chart there which outlines the investments that the manager is involved in. And this is one of those classic 60/40 mixes, however, the global equity markets ebb and flow as we have all seen and long term. For a well, I won't belabor that point. Global equity markets ebb and flow. So, as we see changes in the market that will have a positive or a detrimental effect on the pension, much more than fixed income would. And also, of my private concern, or actual individual concern, is the (and

there's nothing we can do about it because this is MERS. I'm just saying that you need to be prepared) private investments comprising 20% of the corpus is rather aggressive. And MERS has been rather aggressive because their history is not overall stellar, just so you know. We don't really have a choice as to MERS. We're chained to the oar, if you will. It would take an overall vote. It it's really complicated. So, I just wanted to point those out to you, so that you're not surprised down the line when something dramatic changes because the way this is invested is pretty aggressive as it relates to pension plans. Thank you.

**Question - AI** - I have a couple of questions. I think it's page 39, it's not numbered. But the next page is 38, so this would be 37, not 39. It's the footnote about investments. First question is - In the middle, under the investments, it says "Our investment policy complies with the state statues and has no additional investment policies that would limit its investment choices." Do we have a separate investment policy, or do we just adopt the state investment policy? **Response** - Lauri - We have a separate investment policy that is based on the state's requirements. **Question - AI** - Okay, has that been approved by the Board? **Response** - Lauri - It's a NLCMH policy? I don't believe that the board has an investment policy. **Question - AI** - I think that's something that some point that we should probably look at. My second question is that we've got most of the money invested in bond mutual funds. The nature of those, I mean, they don't usually do good when interest rates are rising, so. Are they short term or? **Response - Lauri** - If I remember the schedule, some of them are very short duration funds, so we want to keep them. Within the policy, however, very few treasury funds are getting as much interest. The largest portion of it is in an ultra-short duration governmental fund. So no, there is not good returns. I would agree. **AI** - Okay, as long as it's short term, that's the best you can do. **Lauri** - yes. **Question - AI** - Okay. My other question is let me get to it, it's on page 62. It's a statement during the compliance audit regarding internal controls and so on. And it says, "these comments and recommendations are expected to have an impact greater than \$10,000 but not individually or cumulatively be material weaknesses" and so on. Were there any findings under \$10,000 that the board should know about? **Response** - Derek - No. Where the \$10,000 threshold comes from is MDHHS and their compliance guidelines specifically states the \$10,000 amount. We're required to report any items above \$10,000, that's why we specifically identified it here. But to answer your question, there were no items under \$10,000 either. **AI** - Thank you. **Derek** - Welcome.

**Derek** - Ok, I'd like to move on to the compliance audit report there. It says report on compliance on the first page. This is a similar opinion to the one I covered just on a slightly different subject matter. It says independent accountants report on compliance at the top. We've examined Northern Lakes Community Mental Health Authority's compliance with the compliance requirements described in the Compliance Examination Guidelines issued by Michigan Department of Health and Human Services for the year ending September 30, 2021. Management is responsible for the compliance with the requirements. Our responsibility is to express opinions on the CMHSP'S compliance. And finally, in our opinion, the CMHSP complied with all material respects with the specified compliance requirement referred to above. So that again is an unqualified opinion. This one happens to be on compliance.

I did want to note we, were able to issue this compliance audit relatively quickly. We received the template from the department on April 5<sup>th</sup>, and thank you, to Lori and Chris, for being able to respond to us so quickly to get this issued. It was issued within seven days of when, when, the form is available from for us from the department and that's why we were able to cover it today. So, thank you to them for that.

The next page is the Schedule of Findings. This is a list of all of the material findings that we found. You'll see there are three headings, all of which state that there were none. The following page is a list of examination adjustments. Again, I've highlighted here that there were none of those as well. And finally, as we were discussing a little bit earlier, the comments and recommendations as it pertains to the compliance audit, there were no comments and recommendations as it related to the compliance audit. I do want to note that was consistent with the prior fiscal year, which we also had no comments and recommendations for fiscal year 20. There's also a copy of the management representation letter that I've included in the board packet. Again, due to some concerns that were brought up last year. I won't cover that with you, but please note that it is included. And finally, the last document I would like to - I'm sorry, any questions on the compliance audit before I move on to the single audit?

Moving on to the single audit report. It says Federal Awards (Supplementary Information to the Financial Statements) as the heading. The first page to cover with you there is going to be our opinion on the single audit. That states that we've audited Northern Lakes Community Mental Health Authority's compliance with the types of compliance requirements described in OMB Compliance Supplement that could have a direct and material effect on the CMHSP's major federal programs for the year ended September 30, 2021. Again, management is responsible for compliance with federal statutes, regulations and the terms and conditions of the federal awards. Our responsibility is to express opinions on compliance for each of the CMHSP'S major federal programs based on our audit of the types of compliance requirements referred to above. And then finally, in our opinion, the CMHSP complied, in all material aspects, with the with the types of compliance requirement referred to above. Again, that's an unqualified opinion. I have included a copy of the schedule of federal awards for you in the presentation package showing the total federal awards of \$1,950,000.

The following page is the schedule of findings and questions costs. I just want to highlight for you here, you here, that all of the answers to all of these are no when it comes to material weaknesses, significant deficiencies, etcetera. There were no current year findings. On the following page, this is a recap of the prior year audit findings. Now we did have three of those and those were most likely discussed last year. I wanted to highlight for you though the status of each one of those, those are labeled as 2020-001, 2020-002 and 2020-003. All of those issues that we identified (and last year, single audits), we did not find during our audit our single audit this year, so that is what you want to see for those issues, that they're not repeat comments. And finally, there is a single audit management representation again that I've included for you to review if you care to. Any questions for me on the single audit report?

**Comment – Al** - I just want to thank you for getting the whole package together. It's much easier to go through it all and I really appreciate it. **Response - Derek** - Absolutely. You're very welcome.

**Comment - Randy** - I would comment that this is the cleanest audit I've ever seen in all of my born days, and I've been in this business long enough for my hair color to change. I thank you for your work. I congratulate the finance staff for, perfect, you get an A. And since, if memory serves me right, the auditors are very reluctant to give us our historic one through 10 reading, I will ask if there are willing to give us the one through 10 rating. If they are fine, if they're not, I'll imply one.

**Response - Derek** - we'll probably come to the same number. I would be happy to, I would say, you know, 9.5 feels just about right and I don't say that as, as, not being a 10, but I'd also put myself at a 9.5. So, if that gives you an idea of how I would grade the staff, that's pretty good. **Comment -**

**Randy** - I would accept that in that I had a college professor that said I don't give A's. I would move that we receive and file this audit. **Mary** – Support. **Justin** - I second that. **Al** – I think it's probably on the board agenda. It'll be moved to the board. **Randy** – Oh, my bad. I withdraw my motion.

**Rose** - Alright. Is there any more questions? Alright, thank you very much. Thank you. Ok, next on our agenda is the CEO evaluation and Randy will help me out with that.

**Randy** - Thank you.

## 6. CEO EVALUATION

**Randy** - As you may recall, the board received an email from Deb Lavender dated, Friday, February 18th. With the following statement, "I am enclosing the CEO evaluation to be completed and returned to Randy. I have attached a PDF version and a word version for your convenience. Please complete prior to the next board meeting." Before I continue, it is your right to ask for closed session regarding this or to have it done in open session.

**Joanie** – Open session

**Randy** – Ok. If two people would be so kind as to distribute. I made 17 copies. And one I made for the record keepers, I did not like make one for you (Joanie), but you can get a copy from the recorder. So, I will wait to proceed. Whoops, can I have one back? Thank you. For today's purposes, I have provided copies of every review sheet that I received. As you will note, I received 7. I don't think it would be constructive at this point to debate the items that are written by each individual member who

submitted one. If you did submit a review and I did not acknowledge it, or did not get it, please show me how you got it to me. Why the others weren't returned, I have no idea. I'm not going to make any assumptions, but what you see there is what you see. So, take it home with you review it, because the process is next month to come up with the salary adjustment that the board votes on next month. As it relates to the review itself, the other piece of the review is the Agency Annual Assessment. The items that I wish to highlight on the most recent, Agency Performance assessment are what I feel personally that the CEO has a very substantive impact on. And those are item 2, Staff Efficiency. And so first going at staff efficiency, what I noted was that in 2021, within that particular grid, all but two of the percentages, all but two went up. From 20 to 21, I noted that seven of eight listed, and I'll explain why I say 8. What I did was I took the items that were split between Child SED SED/CSM, SED/HB, etcetera, etcetera, etcetera, down to SED/PTP, because we didn't have a number there, but beginning the first year of those numbers being separated out. I simply took those numbers that are listed there, added them together and divided by 4 to come out with the average of those numbers. So, I had something to compare to, and yes? **Nicole** - I'm not sure what document you're looking at. I don't have anything that speaks to this in my packet. **Randy** - The Agency Performance Assessment was presented to the board a meeting or two ago. **Nicole** - OK. Thank you. **Randy** - That's what I'm referring to. At any rate, from 20 to 21, all indicators, with the exception of 1, fell in this area. Moving on to item 4, which is Consumer Satisfaction, I note that (and this may be for various reasons. I think it has something to do with the NMRE, but we're going to have to get some numbers on this eventually), I, note that there was none conducted in 2020 and there's, I'd have to go back and, and look at footnotes, etcetera, so I won't dwell on that. I will go to number 5 Stakeholder Satisfaction. The first area is County Commissions Scale 1-5. In 2020. The movement from 19 to 2020 was an increase in awareness only. The rating of the job, the use of community resources, and thus the total mean went down. In 2021, awareness fell again, as did rate the job, as did use of community resources and thus total mean went down as well and I point that out. In Provider Satisfaction, needs were met. Needs Met, went down from 20 to 21 however, Responsiveness and Effectively Communicates Changes went up, yes? **Ty** - I would say that here was significant increase from 19 to 20 -It went from (Needs Met) 50% to 89%. And then in 21 it went down a bit. I think we need to acknowledge that. **Randy** - Fair enough. My purpose in this was to show the agency performance under a different or under the interim CEO. Then MDHHS Performance Indicators, in the first line that, and it's the only thing I guess I will highlight in here because ORR complaints and the, the, other data listed there, or the annual QI plan, etcetera, etcetera. The, the, indicators, the MDHHS performance indicators went down. In exactly what that 40? Well, it's 40 out of 64 as opposed to the prior year, 51 of 64. And then finally item 12 Human Resources the staff turnover rate in 2020 was 60 postings. In 2021, it went to 119. New hires RCA, which to me says Residential Care, OK, residential new, new hires, went down and office staff went up. But yet when I look at staff exits, I note that the trend is upward from one year to the other, both in residential. Well, not in residential areas but in office staff. So, I point those out for your consideration when we review the, the salary. Next month. That's all I've got to present today. **Pam** - I'd like to remind you that. That was COVID. Nothing was normal. None of our services were normal. So that's why it, consumer satisfaction survey wasn't completed because we had no, we had phone contact occasionally on whatever schedule each of us has with our, with our case worker, we didn't have day programs regularly. There was a lot of interruption during that time that it's hard for me to 100% compare apples to apples from one leader to the other. **Randy** - And I'm merely giving you my perspective. You are, I am only one, one person here. I don't intend nor desire to debate. What my intent here isto give you what I have received in terms of responses from the board as a whole and give you the other part of my personal response to the Agency Performance Assessment. I realize you don't have that in front of you today. We can continue at the at the board's pleasure. We can continue this next month if the board wishes to do that, but I'm merely reporting what I have observed. **Joanie** - Can I respond to that? **Randy** - No. Does anybody? Yes, Justin. **Comment - Justin** - Yes, I do have a comment. That yes, it is a is reflecting on the last two years that we've had the COVID. We have, we had travel bans. So, with those two things that is something that can be added to this saying that yes, those are the numbers in that is your perspective and that's fine. Everybody else here has a different perspective on everything. So, I do say this and the kindness of the fact that yes, we all had tough two years and those numbers reflect that. Thank you. **Randy** - Barb? **Question** - Barb - I just need a clarification because I, were you giving your own personal paper for the last part of your reflection? **Response - Randy** - What I reported here was what I ascertained as part of the CEO evaluation. Our CEO evaluation is based upon our, each individual responses to this document and this document together. Okay? **Comment - Barb** - I guess my only

comment would be then, is your reflection didn't entirely reflect what I'm holding in my hand, and I would just like to say that I have gone through all of the February surveys, all the February, everything on that paper. And I think I heard you talk about three points when there's three, maybe four points, is that correct? Four different portions of it, or did, are you telling me that you went through every category for your report on the February paperwork? **Response - Randy** - What I did is I explained was I went through the areas that I, as an individual board member focus on, OK. You as an individual, you know, and I mean I am only one reporter here. **Barb** - Thank you. **Randy** - You're welcome.

**Rose** - Alright. Is there any more discussion on that? Anyone? Moving on then.

## **7. FORMS:**

Rose noted we have some forms in our, in our packet. We have our conflict of interest, disclosure statement, update, code of conduct declaration and board membership survey. I believe that not only are they in our packet, but we also received them here on our desk. So, with everybody here, let's try to get them completed and turned in today would be awesome. Moving on.

## **8. MAY 19, 2022 AGENDA PLANNING OPTIONS:**

Our May 19<sup>th</sup>, 2022, agenda planning options, I have recipient rights presentation, update on recipient rights, CEO compensation services for people with an IDD presentation. All right, so. Yes, sir?

**Randy** - Might I suggest that for the good of the order going forward, that we also put on the agenda the item of minutes. And probably adding to the item of minutes because that's I would like to make it a more general topic if I can suggest. And what I am alluding to is while we are in strict compliance with the OMA regarding the posting of minutes, what I'd like to talk about is our, perhaps adjusting that letter of the law, if you will, to something that is easier for the public to access and contain. In other words, I would like, I personally not getting too far down the pike, but I personally would like to see minutes posted on our website as opposed to available here in Cadillac. So, I would like to put minutes or, or something general. I'll come up with a better term by the time we get to the next month. So, if you're OK with what I mean.

**Mary** - Madam Chair, could that also include a discussion about why we choose not to readily publicize the way to get to our meeting regarding video and audio. I mean we post a phone number for people to call in, but we do not post a link to teams and in at least two or three board meetings ago, I was specifically told at the board meeting that that was on the website and that you could get to it that way. And I have gone every month and it's not there. And it's not there this month. So, if, if, we could include that I, I think you're right on the track of where I'd like to go with this. Okay.

**Rose** - Thank you, Mary. Lynn.

**Lynn** - if I'm not mistaken, the minutes are on the website. Because I've been doing a lot of homework there the last few weeks and I've gotten all of them as far as I know. **Randy** - Yes, the issue at hand is twofold. Number one, those minutes are not posted until after we approve them here. Okay? So, for the, meeting of the 17<sup>th</sup>, those minutes were not posted. If I recall correctly, our Board Secretary's response was the minutes will go out with when and be posted when the board packets are sent. Okay? So that's one, hopefully that clarifies that. The other comment I made earlier about minutes was the minutes don't have all of the material or the attachments that that support or better describe that particular line in the minutes. So, for example financial single compliance audit, the minutes would state that that we received and filed the audit, but there would be no attachment of that audit there. We want everybody to understand and have easy access to whatever we're doing, okay? Is that acceptable response? **Lynn** - Sure. **Randy** - Okay. **Nicole** - I would say revisit the website because I'm looking at April right now. It's on here. It's all on the website. The meeting minutes that you're speaking of. **Randy** - Yes. Yeah. Oh, without a doubt they're there. It's the timing that we're talking about here. **Nicole** - My two cents would be that it would be appropriate for the board to review the information. It is posted here as a draft that would be appropriate. **Randy** - I'll, that's why we need to talk about it, so we're all on the same page. **Nicole** - I completely understand that.

**Randy** - There's one other thing that I would like to add to the agenda for next month and that it refers to financials. Al's comment was well taken we should have an opportunity to review and approve an investment policy. And I'd like to see that on the agenda for next month and I believe once we get into it, we can then define and clarify as to what we invest in and agree that it is or isn't appropriate. Does that cover what you're talking about Al? **Al** - I thought that perhaps it had been approved many years ago by the board. **Randy** - I don't recall... **Al** - the board should approve that. **Randy** - I don't recall. Yeah. Oh, I agree 110%. And I for one don't recall ever approving. I mean it's it seems to me without getting into the weeds on this is something that we should do once a year is a general course. Because things do change. **Al** - we do review the investments every year. **Randy** - We do. But that's after the horse has left the barn.

**Rose** - Before we move on to our meeting evaluation, I want to apologize. I want to welcome, Lynn Pope from Missaukee CountySo, Lynn, I should have said that at the beginning of the meeting and I'm sorry. Welcome.

### **9. MEETING EVALUATION/COMMENTS:**

#1 - We spent our time on the most important governance topics - excellent

#2 - We encouraged diversity of viewpoints - good

#3 - Our decisions were made collectively - good

#4 - The Board used it's time effectively - excellent

#5 - What is the most important thing the Board could do to improve our function as a Board?

Comment - **Randy** - Alright, I have a comment. It is delightful to see everybody here today. That makes this board representative and thus effective. **Ty** - And I have a comment. I again would like to echo the comments that have made their Lauri and her team on the wonderful audit. Good job.

**Justin** - One thing that we can look at as a board is some of the state laws. That, you know, over the Open Meetings act. Thank you.

### **10. OTHER/ADJOURN:**

Meeting adjourned at 1:37 p.m.

Respectfully Submitted,

Heather Sleight  
Administrative Specialist