



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

Board of Directors Meeting Minutes

January 20, 2022

2:15 p.m.

Northern Lakes Community Mental Health Authority, 527 Cobb Street Cadillac, MI and Microsoft Teams Meeting (Virtual)

Board Members Present: Randy Kamps, Rose Denny, Barb Selesky, Dan DeKorse, Justin Reed, Penny Morris, Ben Townsend, Ty Wessell, Al Cambridge, Angie Griffis

Virtual – Pam Babcock, Mary Marois, Greg McMorrow, Nicole Miller

Board Members Absent: Sherry Powers (advance notice)

Others Present: 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; Deb Lavender, Executive Secretary; Deb Bumbalough, Administrative Specialist; Jessica Whetstone, Jail Diversion Clinical Specialist; Dan Mauk, Chief Information Officer; Jeremiah Williams, IT Supervisor; Aaron Fader, Executive Administrative Specialist

Virtual – Carrie Gray, Chief Population Officer; Darryl Washington, Director of Long-Term Care and Support Services; Michelle Dosch, Compliance Secretary; Dr. Curt Cummins, Medical Director; Mardi Link; Ann Ketchum, Program Analyst; Brie Molaison, Customer Service Specialist; Jennifer Wisnieski, RN; Chris Biggar, Finance Manager; Jessica Williams, Performance Improvement Specialist; Kari Barker, QI Compliance Director; Lynn Pope; Somer Quinlan; Treasa Cooper, Reimbursement Coordinator; Two Unknown Public

Confirmation of a Quorum – yes

Timekeeper – Rose Denny

1. CALL TO ORDER:

The meeting was called to order at 2:19 p.m. by Randy Kamps.

2. AGENDA:

The Board reviewed the proposed agenda. Randy added Incoming CEO Conditions of Hire and Approval to Governance Policies Item E.

MOTION:	Accept Agenda with Addition
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Randy Kamps
SECONDER:	Penny Morris

3. CONFLICT OF INTEREST DECLARATION:

None.

4. CONSENT AGENDA

Consideration of the Consent Agenda

AI asked that the Financial Report be removed for separate consideration.

MOTION:	Accept the Consent Agenda for January 20, 2022 with separate consideration of Financial Report
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	AI Cambridge
SECONDER:	Barb Selesky

AI called attention to the part of the budget referencing a land purchase – which AI voiced support for in developing purchasing the land. Lauri spoke about Seneca Home and the parcels that are shaped in an L around the Seneca building. These have been surveyed and set for the landowner to sell. The Techno Lodge would be sixteen apartments to be used with The Northern Healthcare Management program.

Dan asked if there has been a fair market analysis done on the property yet. Lauri said that there hasn't, though she will have our staff help review other land parcels in the area. Ben told Lauri to prepare for questions from the community as there may be people that could be against such a development. Randy asked about the sustainability of the project and if there would be expenses beyond the initial purchase. Randy then called for a roll call vote after some discussion.

MOTION:	To purchase the land parcels proposed totaling \$117,000.
RESULT:	ADOPTED. A ROLL CALL WAS TAKEN. 9 AYES: Griffis, Cambridge, Wessell, Townsend, Morris, Reed, Dekorse, Selesky, Denny.
MOVER:	AI Cambridge
SECONDER:	Ty Wessell

AI asked about the closure and 30-day notice given by a large, twenty bed specialized residential home in Traverse City that provided notice on January 31st. There are fourteen Northern Lakes consumers living in this facility and the case managers have been working to place them in other homes. Joanie noted that the State of Michigan is losing adult foster care homes at an alarming rate and that we are working to bring on more staff to keep these homes going. There is a staffing shortage across the state, not just at Northern Lakes.

5. CITIZEN COMMENT

None.

6. OWNERSHIP LINKAGE:

MOTION:	Approve Financial Report
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	AI Cambridge
SECONDER:	Dan DeKorse

A. *Citizen Comment* – None.

B. *Ownership Communication* – none

7. CHIEF EXECUTIVE OFFICER'S REPORT:

Joanie asked if there were any questions on the annual report given to the Board. Penny asked about the Crisis Engagement Center and what the ongoing plan is for that. Staffing for the Engagement Center has been funded through MDHHS block grant funding. The Engagement Center will be used as a building block to merge into a crisis stabilization within the community wellness center. Recruiting is underway and we will

likely open the service at the Hall St. Office to begin. Justin asked about the real estate options once all positions are fully staffed.

8. NORTHERN MICHIGAN REGIONAL ENTITY REPORT:

No comment.

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:	Rose Denny
SECONDER:	Justin Reed

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

MOTION:	The Board finds the organization 92% in compliance (amended from 100%) with Policy 2.10 Administrative Cost (Internal Inspection)
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Rose Denny
SECONDER:	Barb Selesky

C. New Operational Worries – None.

D. 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 – None.

B. Receipt 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:	Barb Selesky
SECONDER:	Rose Denny

C. January Monitoring Assignment

3.9 CEO Compensation (Direct Inspection), 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

MOTION: Approve NLD Minutes – January 5, 2022
RESULT: ADOPTED [UNANIMOUS]
MOVER: Barb Selesky
SECONDER: Angie Griffis

Review and approval of Board By-Laws

MOTION: Approve Board By-Laws
RESULT: ADOPTED [UNANIMOUS]
MOVER: Al Cambridge
SECONDER: Dan DeKorse

Receive and file Ownership Linkage Plan

MOTION: Approve Ownership Linkage Plan
RESULT: ADOPTED [UNANIMOUS]
MOVER: Ty Wessell
SECONDER: Rose Denny

NLCMHA Board Website – Randy noted that prior to the CEO Search Committee, a Board Email was set up for community members to send communications to the Board directly. He noted the issue with these communications not being public and also that there are other ways to contact the Board, preferably during public comment. Randy also received a communication from a reporter asking if the communication actually was being forwarded to the Board. Randy believes that all communications should be in the public realm. Barb questioned the ethics of responding to these since they are not public and could potentially be confidential. She also supported removing the email. There was further discussion on communications with Board Members and the public. There was discussion about how some of the counties provide comments to the commissioners that is addressed to their Board email. The Board agreed that correspondence addressed to the Board's email address will receive an automatic reply and it will be placed on the Board's agenda under written public comment. The Board speaks as one voice which follows our governance policies.

D. Board/CEO Linkage - None

E. CEO Ad Hoc Committee

a. Review and Approve Minutes from CEO Ad Hoc Committee

Board Members discussed a reasonable start date and salary. It was suggested that we negotiate a start date of 90 days and a salary of \$160,000. The range that we advertised was \$135,000 to \$165,000. Noted Mr. Pankotai's current salary. Identified sources used to determine the salary. A vehicle was not included in the negotiations and information was provided regarding whether it was beneficial to the agency. The annual salary review will be based on the annual report and any salary increase will be back dated to the date of hire.

MOTION: The Chair put forward the motion of the committee to offer the CEO \$160,000, the contract as modified, and the mandate that the start date be within 90 days
RESULT: ADOPTED. A ROLL CALL VOTE WAS TAKEN. 9 AYES; Denny, Selesky, Dekorse, Reed, Morris, Townsend, Wessell, Cambridge, Griffis.
MOVER: Randy Kamps
SECONDER: Penny Morris

12. OWNERSHIP LINKAGE:

a. Citizen Comment

Jessica Whetstone spoke on some reservations that she has been having recently with the Board's decision.

13. ANNOUNCEMENTS/BOARD MEMBER REPORTS:

Al shared that it is the anniversary of a consent agreement of those with disabilities to be able to receive a right to education in Pennsylvania.

Randy shared that the Board Association is continuing to spread awareness on the Shirkey Bill. He will be coming North to speak to people about the Bill.

14. FEBRUARY 17, 2022 AGENDA PLANNING:

Reviewed agenda items.

The next meeting was scheduled to be in Crawford County, but the Board discussed continuing to have the meetings in Cadillac.

MOTION:	To continue having Board Meetings in Cadillac until COVID clears
RESULT:	ADOPTED [UNANIMOUS]
MOVER:	Barb Selesky
SECONDER:	Al Cambridge

15. MEETING EVALUATION:

Comments – Penny – continue to respect each other's opinions.

Randy – improve the governance policies of the Board through a consultant.

16. ADJOURNMENT:

The meeting adjourned at 4:19 p.m.

Respectfully Submitted,

Randy Kamps, Chairperson

Sherry Powers, Board Secretary

Aaron Fader, Recording Secretary

**Addition to Board of Director's meeting minutes made on March 17, 2022
Clarification – Randy Kamps noted that Jess's comments were more than "some reservations". The record is as shown below.**

Dated January 20, 2022

Citizen Comment # 12

"My name is Jessica, and I was just sitting in my office listening to this. Listening to this meeting and I just have to say (and I know that I'm not alone in this) that we, as employees of Northern

Lakes, have felt not heard by anybody and it breaks my heart that that's how it is. I know Mary had said that she had talked to employees. Not once has anybody come and talked to us as employees in the southeast counties. Not once. And I don't think you guys realize what a valuable employee you guys are going to lose and the amount of staff that are thinking about leaving because of her. And I know that nobody can comment to that, but it breaks my heart. I have been here for 17 years and this agency in Cadillac is the best that it's ever been right now. And Mary talked about us living in a culture of fear? Yeah, you're right, we are living in a culture of fear right now. Because not once, not once during that interview did that guy say anything about talking to staff and see what staff had to say. So, I don't know what to say other than that, but just to say that there is a lot of staff here that are very disappointed, very disappointed and I would hope that you guys could have come to this office, sat here for a while, and listened to the support that we have gotten from Joanie. Not once in that guy's interview did he say anything about talking to staff here. So, I hope this agency is not on a downhill slide."