



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

Board of Directors Meeting Minutes

December 15, 2022

2:15 p.m.

The Gateway Center Microsoft Teams Meeting (Virtual) Called to order at 2:15 pm

Board Members Present: Penny Morris, Ben Townsend, Rose Denny, Barb Selesky, Sherry Powers, Al Cambridge, Dan Dekorse, Tony Lentych, Mary Marois, Kate Dahlstrom, Tom Bratton, and Greg McMorrow, Ty Wessell

Virtual: Angie Griffis, Pam Babcock
Absent: Lynn Pope

Others Present: Brian Martinus, Interim CEO; Joanie Blamer, Chief Population Officer for Mental Health Services; Lauri Fischer, Chief Financial Officer; Heather Sleight, Administrative Specialist; Deb Lavender, Executive Secretary; Stacy Maiville, Executive Secretary; Jeremiah Williams, Information Technology Supervisor; Daniel Mauk, Chief Information Officer; Kari Barker, QI Compliance Director, Tracy Andrews, Director of Integrated and Managed Health Services; Matthew Leiter, Human Resources Officer

Virtual: Ann Ketchum, Programmer Analyst II; Jessica Williams, Performance Improvement Specialist; Aimee Horton Johnson, Office Administrator; Brie Molaison, Customer Service Specialist; Dean Baldwin, Network Administrator; Michelle Dosch, Compliance Secretary;; Aimee Horton-Johnson, Office Administrator; Melissa Bentgen, Accounts Payable Team Lead; Rob Palmer, Reimbursement Manager; Curtis Cummins, Medical Director; Kellee Hoag, Administrative Specialist

Confirmation of a Quorum – Yes

Timekeeper – Ben Townsend

1. Call to Order:

The meeting was called to order at 2:15 p.m. by Dan Dekorse

2. Conflict of Interest Declaration:

None was declared.

3. Consent Agenda:

It was requested to move the Ad hoc Finance committee meetings to the Governance Process/Ownership Linkage section.

MOTION:	Approve the Committee of the Whole and Board of Director Minutes from the November 17, 2022 meeting.
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RESULT:	ADOPTED. [UNANIMOUS]
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MOVER:	Al Cambridge
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SECONDER:	Ty Wessell
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Kate requested changes to the special meeting minutes. It was agreed upon to remove Kate's narrative from the minutes and instead, include the handout she brought to the meeting.

MOTION:	Approve the Special Meeting minutes with the changes as directed by Kate.
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	Tony Lentych
SECONDER:	Mary Marois

4. Ownership Linkage:

A. Citizen Comment:

The Board recognized two emails and a letter sent by two judges. Kate read the judge's letter. The letter addressed mental health youth services.

B. Ownership Communication:

None.

5. Chief Executive Officer's Report:

The Interim CEO, Brian Martinus, gave an update reflecting the status of the organization. Brian gave status on the two 597 & 598 legislative bills. Brian also noted his upcoming meetings, the stakeholder listening sessions and presentations to the county.

6. Chief Financial Officer's Report:

The Chief Financial Officer, Lauri Fischer, went over the financial report. Lauri discussed the contracts report for November. The CFO also reported on the year-end closing of services, grants, and programs. Lauri also discussed the Teamsters union negotiations and highlighted the agreement conclusions. Lauri also went over Medicaid spending, residential/inpatient usage, and revenues and spending. The CFO answered questions from the Board.

7. Northern Michigan Regional Entity Report:

No minutes were available or provided.

8. Assurance Of Organizational Performance:

The Board reviewed the CEO Response to Monitoring Reports.

MOTION:	The Board finds the organization 100% in compliance with Policy 2.0 Global Executive Limitations
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	Rose Denny
SECONDER:	Barb Selesky

New Operational Worries:

The Board Chair stated that if anyone has any suggestions or comments regarding the attorney's conversation from the Committee of the Whole discussion, to email him and it will be addressed at the next Board meeting.

Kate asked the Interim CEO, Brian, about grants for juvenile services. It was clarified that Northern Lakes applies for many grants, but the grants she is inquiring about do not exist.

9. Board Means Self-Assessment:

MOTION: The Board finds the organization in compliance for policy 64% 3.4 Annual Workplan

RESULT: ADOPTED. [UNANIMOUS]

MOVER: Rose Denny

SECONDER: Sherry Powers

MOTION: The Board finds the organization 93% in compliance with Policy 3.2 Governance Style

RESULT: ADOPTED. [UNANIMOUS]

MOVER: Rose

SECONDER: Sherry

10. Governance Policies Discussion and Assessment:

a. Ends: None.

b. Executive Limitations: None.

c. Governance Process/Ownership Linkage:

RRAC Minutes: - The RRAC committee asked for the December 6th RRAC minutes to be put in the February Board packet after the RRAC reviews them at their next meeting.

CEO Search Committee: The minutes were included in the desk packet. Mary read the email that she sent to the CEO Search Committee.

Letter to NLCMHA from the six counties:

Tony made a motion to delay in hiring a CEO until there is a new Enabling Agreement in place

There was discussion around this motion, what the letter would mean for the search and what the timeline would be. Ben stated that The Board would hire the CEO and there would be an oversight committee. It was stated that the Board most likely would resume the CEO search by April 2023.

MOTION: Delay the CEO search process until the April 20, 2023 Board meeting. If the Enabling Agreement has not been finalized by that time then the Board will have a discussion on whether to continue the search process at that time.

Roll Call Vote : 13 Y- P. Morris, B. Townsend, R. Denny, B. Selesky, S. Powers, A. Cambridge, D. Dekorse, T. Lentych, M. Marois, K. Dahlstrom, T. Bratton, and G. McMorrow, T. Wessell. **0 N.**

RESULT: ADOPTED. [UNANIMOUS]

MOVER: Tony Lentych

SECONDER: Ty Wessell

There was a motion that was withdrawn about the Board hiring a Headhunter at this time. It was decided that the Board will not look for a headhunter until a later date.

The Chairman asked Mary, the Chair of the CEO Search Committee, to provide notice to the candidates that the Board is pausing the CEO search and to remove the ad for the CEO position. Mary stated that the CEO Search Committee will not meet until further notice.

It was requested that there be a document in place about the NMRE lending NLCMHA a CEO. Dan said that he will touch base with Eric about this.

Ad Hoc Finance Committee: Not discussed

d. Board/CEO Linkage:

Members thanked Brian Martinus for coming to their counties to present his report, they mentioned that the report was well received and went very well.

11. Ownership Linkage:

a. Citizen Comment:

Joanie Blamer spoke and provided an update relating to the Board's discussion surrounding the crisis continuum of care for children and families. Joanie stated that Northern Lakes is not writing any grants on behalf of the community center, the community center is a separate organization from Northern Lakes and not part of the agency.

Joanie also stated that the agency has searched, and there are not any youth crisis residential grants available at this time. She noted MDHHS has not developed the crisis stabilization criteria for children and the best estimate for its completion is January of 2025. She further noted that NLCMHA will be poised to apply for youth CSU grants when they become available.

Joanie also recognized Deb Lavender's 41 years of service with Northern Lakes Community Mental Health.

Pam made a citizen comment to inform the Board that if any of them wanted to participate with the county's listening session that the Board members need to contact their county administrators for that information.

Kate made a comment in response to Joanie's and stated that she did not ask Northern Lakes to apply for grants for the Center, but she believed that Northern Lakes would contract with the Center for youth crisis residential services and should apply for grants for services.

12. Announcements/Board Member Reports:

Grand Traverse County will be holding a special meeting on Monday December 19th.

13. Agenda Planning:

Next meeting to be held, January 19, 2023 in Cadillac.

14. Meeting Evaluation:

Not discussed.

15. Adjournment:

The meeting adjourned at 4:10 p.m.

Respectfully Submitted,

Dan Dekorse, Chairperson

Sherry Powers, Board Secretary

Stacy Maiville, Recording Secretary