



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

## Board of Directors Meeting Minutes

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March 16, 2023

2:15 p.m.

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**Board Members Present:** Penny Morris, Ben Townsend, Rose Denny, Barb Selesky, Dan Dekorse, Tony Lentych, Mary Marois, Tom Bratton, and Greg McMorrow, Lynn Pope, Pam Babcock, Al Cambridge, Sherry Powers

**Virtual:** Kate Dahlstrom, Angie Griffis

**Absent:** Ty Wessell – advance notice

**Others Present:** Brian Martinus, Interim CEO; Lauri Fischer, Chief Financial Officer; Stacy Maiville, Executive Secretary; Heather Sleight, Administrative Specialist; Jeremiah Williams, Information Technology Supervisor; Daniel Mauk, Chief Information Officer; Tracy Andrews, Director of Integrated and Managed Health Services; Matthew Leiter, Human Resources Officer; Dean Baldwin, Network Administrator; Brian Newcomb, Director of Recipient Rights

**Virtual:** Ann Ketchum, Programmer Analyst II; Jessica Williams, Performance Improvement Specialist; Aimee Horton Johnson, Office Administrator; Michelle Dosch, Compliance Secretary; Aimee Horton-Johnson, Office Administrator; Melissa Bentgen, Accounts Payable Team Lead; Curtis Cummins, Medical Director; Kellee Hoag, Administrative Specialist, Joanie Blamer, Chief Population Officer for Mental Health Services; Kari Barker, QI Compliance Director, Darryl Washington, Director of Long-term Care

### 1. Call to Order:

The meeting was called to order at 2:17 p.m. by Dan Dekorse

**Timekeeper** – Rose

**Confirmation of a Quorum:** Yes

**Conflict of Interest Declaration:** No

**Consideration of the Agenda:**

The Chairman, Dan Dekorse, requested the following agenda changes:

- Remove the election for Chair
- Add recommendations for the Ad Hoc Finance Committee

### 2. Consent Agenda:

<b>MOTION:</b>	<b>Approve the February 16, 2023, Board of Directors &amp; Committee of the Whole Minutes</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>Barb Selesky</b>
<b>SECONDER:</b>	<b>Tony Lentych</b>

### **3. Ownership Linkage:**

#### **A. Citizen Comment:**

**Judy Barret** – Speaking as a guardian. Would like to see a way to provide feedback to the agency about services. Commented that she had a marvelous meeting with Brian Martinus and was happy he met with her group. She would like to see the board collaborate with the community groups more in the future.

**Justin Reed** - Justin spoke about last year when he was removed off the Board and is concerned that Grand Traverse County Board of Commissioners are now doing the same scenario with members of the Bata Board. Justin encouraged the NLCMHA Board take it up with the county administrators and to review Michigan Mental Health Code. Justin stated that it wasn't right that a member of the NLCMHA Board called an award he received as a consumer, "suspicious" and as result got him kicked off the Board.

**Kate Dahlstrom**– Expressed shock that Rose is not being re-appointed. Kate claimed that Wexford County had "backroom political dealings" that prevented Rose to be reappointed. Stated that "we should find this very alarming."

**Pam Kaiser** – Mother of a son who died by suicide and a former client. Her concern is the mission statement of NLCMHA and would like it to be updated. The culture of gentleness is great, but there is no concept of recovery. NLCMHA desperately needs to educate people about recovery and needs recovery in its mission statement. Furthermore, a person is never to be known by their diagnosis. This hinders a person's ability to see themselves as anything beyond their illness.

### **4. Chief Executive Officer's Report:**

Brian, the Interim Chief Executive Officer, reviewed the CEO Report. Brian spoke about the new grant for the clubhouse in Cadillac. He also mentioned that it has been a good month for recruiting. The agency has had nine new hires and six more in the queue for other positions. Brian went over his upcoming meetings and events. Brian discussed the make-up of the Board and the ratio of the consumers / public officials/public. At this time the Board is not in compliance with the amount of consumers/family members needed to meet the MHC.

Brian reminded the Board that the attorney, Haider is there for the Board as a whole and not to provide personal legal services for individual Board members. Board members should not be reaching out to the attorney as individuals.

Brian also brought up a recent news article and clarified that the Northern Lakes staff does provide services and has not stopped providing services. It is offensive that Board members are claiming that the staff do not provide services. Brian thanked the staff of Northern Lakes for their hard work.

### **5. Chief Financial Officer's Report:**

Lauri Fischer gave the Chief Financial Officer's Report. Lauri spoke about HSW, the compliance audit, the changes on the financial spreadsheet, and the MDHHS direct care wage. She also discussed the NMRE provided budgets and Medicaid spending as compared to the regional funding advanced, Lauri stated that Public Act 152 has harmed the employees of governmental entities, causing the staff to pay more for health care.

### **6. Northern Michigan Regional Entity Report:**

The minutes were included in the packet. Mary spoke about the recent NMRE meeting.

Mary asked the members of the Board to consider contributing to an upcoming fundraiser the NMRE will hold during the June CMH conference. Mary also spoke about the PA2 dollars, she is worried that legislature might take the money away and it is important for the counties to use the money effectively.

Mary asked the Board if the topic of the PA2 dollars can be taken back to the NLD for a discussion at the COW.

## **7. Assurance Of Organizational Performance:**

### **A. Receipt of Board Monitoring Report & CEO Response to Monitoring Report:**

<b>MOTION:</b>	<b>The Board finds the organization 100% in compliance with Policy 2.2 Treatment of Employed Workforce Members</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>Rose Denny</b>
<b>SECONDER</b>	<b>Lynn Pope</b>

Dan reminded the Board that the monitoring reports are a CARF requirement.

### **B. New Operational Worries:**

Penny mentioned that Medicaid has significantly reduced the reimbursement for providers. Dan stated that the agency is funded separately.

Penny also mentioned that she heard from a separate source that the state is meeting with the Recipient Rights office twice a month. Brian assured her that this is false and there are currently no issues that have been elevated to that level. If there was anything on that level the Board would be informed. The rumor is completely unfounded.

Mary stated that she continues to be concerned that there is not a mechanism within the Board for people to come forward with complaints, comments, and suggestions and that the Board needs a way to act upon suggestions and issues.

### **C. March Monitoring Assignment:**

The Board was given the March monitoring report homework Policy 1.0.

## **8. Board Means Self-Assessment:**

### **A. Receipt of Board Monitoring Report & CEO Response to Monitoring Report:**

<b>MOTION:</b>	<b>The Board finds the organization 78% in compliance with Policy 3.5 Meeting Agendas and Schedules</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>Rose Denny</b>
<b>SECONDER:</b>	<b>Greg McMorrow</b>

**B. March Monitoring Assignment:**

The Board was given the March monitoring report homework, policy 3.3 and 3.6.

**9. Governance Policies Discussion and Assessment:**

**A. Ends: None.**

**B. Executive Limitations: None.**

**C. Governance Process/Ownership Linkage:**

**Ad Hoc Finance Committee Recommendations:**

The Board reviewed and voted on the items identified on the Ad Hoc Finance Committee's recommendation list.

**Item 1:**

**MOTION:** The Finance Report and Contract Summary be permanently removed from the Consent Agenda and listed under a report by the CFO

**RESULT:** **ADOPTED. [UNANIMOUS]**

**MOVER:** **Al Cambridge**

**SECONDER:** **Ben Townsend**

**Item 2:**

**MOTION:** The Board receive from the CEO each month, a review of significant revenue and provider contracts that will be finalized in the next month

**RESULT:** **ADOPTED. 12 Yes, 1 No**

**MOVER:** **Al Cambridge**

**SECONDER:** **Ben Townsend**

**Item 3:**

**MOTION:** The Board receive from the CEO a monthly update of major grant requests in progress with expected application dates.

**RESULT:** **ADOPTED. 11 Yes, 2 No**

**MOVER:** **Al Cambridge**

**SECONDER:** **Ben Townsend**

**Item 4:**

**MOTION:** The Board Chair appoint an Ad Hoc Budget Committee that will meet with the CEO and staff three times this year.

**RESULT:** **ADOPTED. 12 Yes, 1 No**

**MOVER:** **Al Cambridge**

**SECONDER:** **Ben Townsend**

Discussion: Al clarified that the committee will be involved in making the annual budget and report to the Board. The committee should be re-appointed every year and be dissolved after their work is done. This is not regarding the monthly finances, only the annual budget.

**Item 5: Recommended Policy Changes:**

2.2.2 –The Board should be informed of all complaints such as EEOC and lawsuits.

2.7 – The CEO share with the entire Board the name of the person who would act as interim CEO in the event the CEO is not available.

3.8 -Add that a Board Member shall complete at least 1 year to be recognized when they leave The Board.

It was decided to table the vote for these policies until the April meeting. The Chair stated that he will seek clarification from the attorney about policy 2.2.2

**NLD Update:**

<b>MOTION:</b>	<b>Approve the January 4, 2023, NLD Minutes</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>Rose Denny</b>
<b>SECONDER:</b>	<b>Greg McMorrow</b>

The Board reviewed and discussed the draft NLD minutes from the March 1, 2023, meeting. There was conversation around Kate’s committee proposal and the reasoning behind it. Members of the Board expressed desire to have a better way to address the community’s needs or complaints. The idea of a up ombudsman or public affairs person came up. It was acknowledged that Brian has been doing a great job meeting with community members and working towards resolving any outstanding issues.

The Board read the NLD committee’s decision about the proposal from the draft NLD minutes:

*The proposal is operational in nature. The Board does not approve or disapprove operational proposals. Furthermore, the agency cannot direct other organizations to participate. It was agreed that the NLD cannot move forward with the creation of the Cross-Sector Advisory team.*

The NLD committee had also decided to ask the Board to request the CEO to look into the items addressed in Kate’s proposal. Mary stated that she trusts Brian to do the right thing.

Dan appointed Ben to the NLD committee. Dan asked the NLD to look at the NLCMHA mission/vision statement and take recovery into consideration.

**RRAC Draft Minutes:** The Board reviewed the RRAC draft minutes. Dan Appointed Tony to be the Chair of the RRAC.

**Policy 3.8.6:** The Board discussed policy 3.8.

<b>MOTION:</b>	<b>Remove the line “A full day per diem rate shall be \$75/day and the partial day per diem rate shall be \$50.” From policy 3.8.6</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>Tony Lentych</b>
<b>SECONDER:</b>	<b>Rose Denny</b>

**D. Board/CEO Linkage:**

<b>MOTION:</b>	<b>Ask the CEO to address the issues presented in Kate’s proposal</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>Ben Townsend</b>
<b>SECONDER:</b>	<b>Penny Morris</b>

**10. Ownership Linkage:**

**A. Citizen Comment:**

Justin Reed: Stated that when he was on the Board, he considered rumors without evidence to be hearsay. Justin mentioned that there is no protection from county commissioners and commented that they operate with a stance that “If it is not proven, it is ok.”

**11. Announcements/Board Member Reports/Board Association:**

Ben stated that he was not involved in the appointment of the new NLCMHA Board member that will be replacing Rose when her term is up. He commented that he has supported Rose and defended her voting in the way of her conscious.

The Chairman of the Board thanked Brian for meeting with members of the community.

**12. Agenda Planning: April 20, Traverse City – Gateway Center**

**13. Meeting Evaluation/Comments:**

- #1 – We spent our time on the most important governance topics – Satisfactory
- #2 – We encouraged diversity of viewpoints – Excellent
- #3 – Our decisions were made collectively –Satisfactory
- #4 – The Board used it’s time effectively – Fair

Barb commented that she would like the speaker to be on and ready to go next time and system tested before the board meeting. Al asked for microphones for the speaker.

**14. Adjournment:**

The meeting adjourned at 4:24 p.m.

Respectfully Submitted,

Dan Dekorse, Chairperson

Sherry Powers, Board Secretary

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Stacy Maiville, Executive Secretary

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