



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

Board of Directors Meeting Minutes

October 19, 2023

2:30 p.m.

Board Members Present: Ben Townsend, Greg McMorrow, Mary Marois, Al Cambridge, Pam Babcock, Kate Dahlstrom, Ruth Pilon, Tom Bratton, Carol Blake, Ty Wessell, Dean Smallegan, Penny Morris, and Tony Lentych, Eric Ostergren

Virtual: David Freedman – advance notice

Absent: Sherry Powers – advance notice

Others Present: Brian Martinus, Interim Chief Executive Officer; Stacy Maiville, Executive Secretary; Dean Baldwin, Network Administrator; Brian Newcomb, Director of Recipient Rights; Darryl Washington, Chief Operations Officer for Northern Health Care Management; Dan Mauk, Chief Information Officer; Jeremiah Williams; IT Supervisor, Kim Silbor; Operations Manager

Virtual –Curtis Cummins,; Jessica Williams, Aimee Horton Johnson,; Terri Henderson, Service Information Specialist; Lisa Holmes, Chris Biggar, Amanda Ritchie, Deb Freed, Alyssa Heider,; Hilary Rappuhn, Melanie Schopieray, Tiffany Fewins, Administrative Assistant; Jeremiah Williams, Kari Barker,; Lynn Pope, Angie Griffis, Andrew Waite, Rob Palmer, Kevin Hartley, Kaitlyn Reinink, Mardi Link, Melissa Bentgen, Jan, Lauren Barnard, Cindy Petersen, Pam Petroelje, Christina Hasty, Part R, Julie Lanczki, Kiley Fields, Andrew Weiss, Jessica Hedges, Angie S., Carlton Ketchum, Candace Kauska-Dietrich

Call to Order: Mr. Ben Townsend called the meeting to order at: 2:30 p.m.

Timekeeper: Greg McMorrow

Approval of the Agenda:

Ms. Dahlstrom requested to add the CEO Search and Brickways Trail Community Living Support to the agenda.

Mr. Wessell requested to add the topic of video recording of the Board meetings to the agenda.

MOTION:	Accept the consent Agenda as amended
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	D. Smallegan
SECONDER	K. Dahlstrom

Conflict of Interest Declaration: None.

Mr. Lentych requested to pull the September Board minutes and have his motion on page 5 to reflect: "Suspend the procurement protocols and hire Rehmann Group for CFO services"

MOTION:	Accept the Board minutes as amended
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	G. McMorrow
SECONDER	T. Lentych

Citizen Comment:

Jill W.- Supports the added agenda item to record the meetings. Believes this would be a great service to the consumers and to the community who would be able to listen to the Board Meetings at any time.

Kathy Z.- Also supports the meetings being recorded. Mentioned that there are not enough facilities for those with mental illness.

Susan O. – Spoke on behalf of the Brickways Trail CLS services for IDD individuals. Gave history from 2015 and expressed her dislike for the recent change in contract with NLCMH.

Nell V.- Mother of resident from Brick ways and Trail for several years. At the meeting to support Brickways and hope to find a way to keep the trail going.

Toni S. – At the meeting to acknowledge the Incredible work that the staff is doing with Law enforcement. Happy to hear of the recent Board Retreat and would like to see the Board work more cohesively, the staff need the Board’s support and are doing their best right now.

Terri H. – Daughter is a resident at College Park operated by Brickways and Trails. Concerned about the contract not getting renewed. Worried that everything will be a new process. Would like to express what an asset College Park is to the community. Feels she is receiving little support from Northern Lakes in trying to solve this problem. Finds the situation very callous.

Carlton K. - Asks the Board to record and archive the meetings. It is very helpful as the citizens mentioned earlier. It would be very helpful for consumers to find out what is going on.

Kari Barker Director of Quality – Commends the Board regarding the discussion they are having about building a stronger Board. Shared feedback from staff is that things are changing, administration is being transparent with staff, but what happens when a new CEO comes in? There is a gap between staff and the Board regarding the CEO search because the staff is really happy with the way things are going right now. There is a sense of ownership, trust, and pride as to what is happening. Mentioned the new communication policy Darryl Washington created, with the SAFE acronym. The policy addresses how to communicate issues that are happening within the agency so they can be resolved. A lot of work has gone into building up the agency recently. Wanted to share the feedback that the discomfort the Board feels with the NMRE oversight, the staff feel comfort.

Chief Executive Officer’s Report:

Brian Martinus, Interim Chief Executive Officer, gave the Chief Executive Officer’s Report. His report gave an overview of the audit, ProtoCall update, Center for Mental Wellness update, dates of note, Rehmann Group update, internal updates, media coverage, and update on the recent GTI payment. Mr. Martinus stated that Munson would like to take over the fiduciary role for the Center for Mental Wellness, with NLCMHA partnering and the Board would need to vote on the request.

The topic of AOT was brought up by a board member. Mr. Martinus explained that there has been high level discussion between the Medical Director and others involved in that process.

There was discussion around the Grand Traverse Center for Mental Wellness and the staffing details. It was clarified that NLCMH would still have an active role with the center along with hiring the center director. Both Munson and NLCMH would provide services.

MOTION:	Relinquish the fiduciary responsibility for the Center for Mental Wellness to Munson.
RESULT:	ADOPTED. [UNANIMOUS] 14, Y 0 N
MOVER:	G. McMorrow
SECONDER:	P. Morris

Mr. Wessell spoke about Protocall. He touched on the history of the Protocall line. He believes that there can be a better solution.

Mr. Martinus commented that to change Protocol there would need to be some clear planning behind it.

No finance report this month, Rehmann group will give a full report next month.

Northern Michigan Regional Entity Report: Recent NMRE updates were briefly discussed.

Mr. Bratton commented that the recent NMRE Meeting was centered around finances.

Assurance Of Organizational Performance:

A. Receipt of Board Monitoring Report & CEO Response to Monitoring Report.

MOTION:	The Board finds the organization in 100% compliance with policy 4.1 Consumer and Community Ends
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	P. Morris
SECONDER:	G. McMorrow

The Board finds the organization in 78% compliance with policy 2.3 Compensation of the Employed Workforce. Discussion ensued around these findings. The Chair requested Brian resubmit the report again next month with more detail.

- B. New Operational Worries: None stated.

Board Means Self-Assessment:

October Monitoring Assignment:

The Board was given policies 3.0 Global Governance Process/Ownership Linkage and 4.0 Global Governance Board/CEO Linkage as their October assignment.

Governance Policies Discussion and Assessment:

- A. Ends: None

- B. Executive Limitations: None.

- C. Governance Process/Ownership Linkage:
 - a. RRAC Draft Minutes were reviewed.
 - b. Board Retreat Minutes were reviewed, discussed, and voted on.

MOTION:	Approve the October 2, 2023 Board Retreat Minutes
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	C. Blake
SECONDER:	R. Pilon

- c. Vote on Governance Model – Tabled

MOTION:	Table the vote on governance policy until the Board has more information and the timeline to report for action is at the November Board meeting.
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	P. Morris
SECONDER:	T. Wessell

- d. CEO Search – The Board discussed the topic of the CEO search. Multiple viewpoints and ideas were expressed. Mr. Bratton made the motion to engage with the NMRE Chair to setup a CEO search

committee. Mr. Lentych supported. A great deal of discussion ensued around this topic. Mr. Bratton amended his motion to ensure the search committee had six NLCMH Board members.

MOTION: Request from the NMRE chair to assign a CEO Search committee for Northern Lakes comprised of those six individuals.

RESULT: ADOPTED. [UNANIMOUS] – 13 Y, 1 N

MOVER: T. Bratton

SECONDER: T. Lentych

e. Brickways Trails Community Living Supports

Ms. Dahlstrom stated that the topic is a concerning issues. The Board asked to have the Contracts Manager Look into this and report back next month.

f. Recording and video taping of Board meetings

Mr. Wessell explained why the Board should have their meetings video recorded, there was discussion regarding the topic.

MOTION Put meetings video recorded online and make them available to the public.

RESULT: ADOPTED. [UNANIMOUS]

MOVER: T. Wessell

SECONDER M. Marois

The CIO commented that with the roaming venues the recording of the meetings will be a challenge and while it is possible, it will be more complicated than people think.

Citizen Comment:

(Unknown) - Would like to compliment the Board for being respectful to each other during this meeting.

Encourages the new Board members to research how the Board botched the last CEO search.

Mentioned that the Mr. Martinus is doing a great job. Stated, "If you cannot agree on the governance and how you can function, why would I give you a bigger responsibility?"

Carlton K. – Thanked the Board for agreeing to archive and record the meetings.

Members expressed that they would like to see a link between the Consumer Advisory Committee and the Board. Would like to ask the CAC if they would be open to have a Board member attend the meeting.

Announcements/Board Member Reports/Board Association:

Special meeting closed session October 31, 2023, 10am.

Agenda Planning November - Cadillac

Meeting Evaluation/Comments:

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

Areas of improvement: Get done on time.
Board requests a microphone for the speaker.

Adjournment: The meeting adjourned at 4:20 p.m.

Respectfully Submitted,

Ben Townsend, Chairperson

Stacy Maiville, Executive Secretary

Sherry Powers, Board Secretary
