



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

Board of Directors Meeting Minutes

September 21, 2023

2:15 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, David Freedman, Dean Smallegan, Penny Morris, Tony Lentych

Absent: Sherry Powers, Eric Ostergren – all advance notice given

Others Present: Brian Martinus, Interim Chief Executive Officer; Stacy Maiville, Executive Secretary; Dean Baldwin, Network Administrator; Darryl Washington, Northern Health Care Management Director; Nancy Stevenson, Chief Operations Officer; Dan Mauk, Chief Information Officer; Chris Biggar, Finance Manager; Andy, Jeremiah Williams, Information Technology Supervisor, Neil Rojas, Human Resource Manager; Eric Kurtz, CEO NMRE; Richard Carpenter, Brad Neuder, Sara Bush, Robin Walter, Sheryl Dey

Virtual –Curtis Cummins, Medical Director; Jessica Williams, Performance Improvement Specialist; Aimee Horton Johnson, Office Administrator; Terri Henderson, Service Information Specialist; Lisa Holmes, Clinical Review Manager; Amanda Ritchie, Improvements Coordinator, Deb Freed, Public Relations; Alyssa Heider, Recipient Rights Specialist; Hilary Rappuhn, Project Coordinator; Melanie Schopieray, Customer Service Specialist - Quality Improvement & Compliance; Tiffany Fewins, Administrative Assistant; Kari Barker, QI Compliance Director; Andrew Waite, Dave Simpson, Marsha Brown, Teresa Cooper, Kareen Conley, Laura Argle, Guest, Judi Crane, Kerreen Conley, Christina Hasty, Heather Sleight, Melissa Bentgen, Kellee Hoag, Kaitlyn Reinink, Angela Griffis, April Weinrick, Lauren Franklin, Andrew Waite, Lori Stendel, Jordan Byington, Aaron Fader, Stacey Kaminski, Cindy Evans, Carlton Ketchum, Kiley Fields, Deb Freed, Jennifer Hemmes, Joanie Blamer, Lori Barnard, Misty Wright, Erika Solomonson, Candace Kauska-Dietrich

Call to Order: Mr. Ben Townsend called the meeting to order at: 2:15 p.m.

Confirmation of Quorum: Yes

Timekeeper: Tom Bratton

It was requested to add item “D” (Letter to State Legislator) under Governance Process/Ownership Linkage.

MOTION:	Approval of the Agenda as Amended
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	P. Morris
SECONDER:	C. Blake

Conflict of Interest Declaration: None.

MOTION:	Accept the Consent Agenda with removal of the Committee of the Whole Minutes
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	T. Wessell
SECONDER	D. Freedman

Ms. Dahlstrom requested to remove the COW minutes. She requested clarification regarding transportation of consumers. The CEO and Board members clarified the parameters of transportation for Ms. Dahlstrom. The Committee of the Whole minutes were left as written.

MOTION:	Accept the Committee of the Whole Minutes for August 17, 2023, as written
RESULT:	ADOPTED. 13- Y, 1-N
MOVER:	G. McMorrow
SECONDER	R. Pilon

Ownership Linkage:

Citizen Comment: None.

Chief Executive Officer's Report:

Brian Martinus, Interim Chief Executive Officer, gave the Chief Executive Officer's Report.

Mr. Martinus spoke about the grant for the Drop-in center in Grayling. The new HR Manager, Neil Rojas, was introduced. Mr. Martinus reminded the Board about the upcoming Board Retreat and reviewed dates of note. Protocol and its effectiveness were discussed. There was dialogue among members regarding the possibility of finding an alternative to Protocol.

For safety concerns, the Crisis Welcoming Center hours have been reduced to 8am-5pm due to two recent incidents where staff were threatened with weapons.

Chief Financial Officer's Report:

Chris Bigger, Finance Manager gave an update on the financials. The staff retention pay was paid out in August. The agency was also recently able to assist Detroit Wayne Integrated Health Network with general funds.

Northern Michigan Regional Entity Report: Recent NMRE updates were briefly discussed. At the last NMRE Board meeting, the Rehmann Group audit and 988 was discussed. There was also an incentive to cut down on gambling.

Receipt of Board Monitoring Report & CEO Response to Monitoring Report:

MOTION: The Board finds the organization in 100% in compliance with policy 2.1 Consumer Services.
RESULT: ADOPTED. [UNANIMOUS]
MOVER: C. Blake
SECONDER: P. Morris

A. New Operational Worries:

Ms. Pilon mentioned that she would like a solution for members to hear each other better during meetings. The chair asked Brian to look into the issue.

Ms. Dahlstrom referenced a recent incident in the community.

B. September Monitoring Assignment:

The Board was given policy 1.0 & 2.3 as the September monitoring assignment.

Board Means Self-Assessment:

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

MOTION: The Board finds the organization in 90% in compliance with policy 4.2 Accountability
RESULT: ADOPTED. [UNANIMOUS]
MOVER: P. Morris
SECONDER: C. Blake

Mr. Wessell stated that there could be a better way to state the compliance of policies. Mr. Townsend mentioned they can look into that down the road.

Governance Policies Discussion and Assessment:

A. Ends: None

B. Executive Limitations: None.

C. Governance Process/Ownership Linkage:

a. NLD Update & Minutes –

NLD draft minutes were presented in the packet. No NLD updates were given.

b. Ad Hoc Budget Committee Minutes

MOTION: Approve the August 3, 2023 Budget Committee Minutes
RESULT: ADOPTED. [UNANIMOUS]
MOVER: A. Cambridge
SECONDER: G. McMorrow

There was a brief discussion about the conclusion and success of the Ad Hoc Budget Committee.

Mr. Cambridge felt the committee was a success and the Board now has a better understanding of the budget as result. Mr. Freedman commented that there should be a standing Finance Committee. There was discussion around this topic. Mr. Cambridge suggested that there could be a Budget Committee next year.

D. **Letter to state legislator:** The Board read over the letter that would be sent to the legislators about Mental Health Parity. The letter was discussed, and the Board agreed to send it out.

MOTION:	Send the letter to the legislators
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	K. Dahlstrom
SECONDER:	D. Freedman

Ownership Linkage:

Citizen Comment: Carlton Ketchum – Would like the Board meetings to be archived and available to view via video, online afterwards at the convenience of individuals.

MOTION :	Motion to enter into closed session pursuant to Section 8(h) of the Open Meetings Act to consider and discuss attorney-client privileged communication from NLCMHA’s legal counsel since information or records subject to the attorney-client privilege are exempt from disclosure under Section 13(1)(g) of the Freedom of Information Act.
Roll Call Vote:	Yes- C. Blake, T. Bratton, A. Cambridge B. Townsend , D. Smallegan, R. Pilon, P. Babcock, K. Dahlstrom, P. Morris, M. Marois, G. McMorrow, D. Freedman, T. Wessell, T. Lentych
Result:	ADOPTED. [UNANIMOUS]
MOVER:	P. Morris
SECONDER	D. Smallegan

Board entered back into open session.

MOTION:	Authorizing Brian and attorney to meet with GTI’s CEO and their attorney to discuss resolution of lost payment.
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	A. Cambridge
SECONDER:	G. McMorrow

MOTION:	Suspend the procurement protocols and hire Rehmann Group for CFO services
RESULT:	ADOPTED. [UNANIMOUS]
MOVER:	T. Lentych
SECONDER:	M. Marois

Announcements/Board Member Reports/Board Association:

Board Retreat is October 2, 2023, at the Cadillac Gym. 10am-4pm.
 Mr. Townsend reminded the Board that members cannot exceed three absences in a twelve-month period and will be writing a letter Roscommon about the Board member that has been absent.
 Ms. Babcock praised the first responders of Roscommon County and their participation during the recent truck event.

Agenda Planning October, Traverse City:

November or December - Protocol discussion.

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 – Excellent

To improve effectiveness of the Board, Mr. Townsend stated that members need to speak up.

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

Respectfully Submitted,

Ben Townsend, Chairperson

Sherry Powers, Board Secretary

Stacy Maiville, Executive Secretary
