



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

## Board of Directors Meeting Minutes

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March 21, 2024

2:20 p.m.

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

**Others Present:** Brian Martinus, Stacy Maiville, Jeremiah Williams, Kim Silbor, Kari Barker, Mark Crane, Brian Newcomb, Dave Simpson, Haider Kazim, Andrew Berge, Richard Carpenter, Laura Argyle, Darryl Washington, Nancy Stevenson, Neil Rojas, Dan Mauk, Vickie McDonald, Hilary Rappuhn, Amy Kotulski, Justin Reed, Randy Kamps, Cheryl M, Allison Zimpfer, Courtney Wiggins, Pamela Kaiser,

**Virtual:** Aimee Horton Johnson, Terri Henderson, Lisa Holmes, Amanda Ritchie, Alyssa Heider, Melanie Schopieray, Tiffany Fewins, Lynn Pope, Mark Draeger, Melissa Bentgen, Rob Palmer, Erica Smith, Kellee Hoag, Pamella Petroelje, Abby Schonfeld, Becky Brown, Deb Freed, Ann Ketchum, Teresa Cooper, Robert Sheehan, Amanda Taylor, Lisa Jones, Rob Veale, Kasie Morse, Melissa Trout, Jennifer Wisniewski, Travis Merz, Jan Pytlowany, Curt Cummins, Carlton Ketchum, Dean Baldwin, Mardi Link, Lori Barnard, Mats Andtbacka, Cindy Petersen, Eric Kurtz, Aaron Fader, Jessica Williams, Judi Crane, Kristine Rigling, Sophorn Klingelsmith, April Weinrick, Heather Sleight, Lori Stendel, Keli Macintosh, Kathy Sanders, Angie Schroeder, Manda Clements, Pat MacIntosh, A. Wagner, Barbara Conley, Karen Cass, Kiley Fields, Cindy Evans, Roxanne Bott, Sharon Mikowski, Ceciley Thomason-Murphy, Kevin Hartley, Guest (1), Anonymous (8)

**Call to Order:** Mr. Ben Townsend called the meeting to order at 2:20 p.m.

**Timekeeper:** Sherry Powers

**Approval of the Agenda:**

- Remove the Bylaws vote from the agenda
- Add discussion of opioid and/or contact settlement funds
- Add review North Hope CRU Closure

<b>MOTION:</b>	<b>Approve agenda as amended</b>
<b>RESULT:</b>	<b>ADOPTED.</b>
<b>MOVER:</b>	<b>D. Freedman</b>
<b>SECONDER</b>	<b>T. Lentych</b>

Consent agenda items:

February 15, 2024 Committee of the Whole Meeting minutes

February 15, 2024 Board of Directors Meeting minutes

The consent agenda was approved with the following changes to the Board of Directors meeting minutes:

Mr. Freedman commented that he would like his citizen comment to say that the parity discussion is going to come up again and remove that it is “going down a little”.

Ms. Dahlstrom would like her citizen comment to be changed from “within a month or two of signing” to say “before a month or two of signing.”

<b>MOTION:</b>	<b>Accept consent agenda with amendments</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>K. Dahlstrom</b>
<b>SECONDER</b>	<b>D. Freedman</b>

**Conflict of Interest Declaration:** None.

**Citizen Comment:**

Courtney Wiggins ( Buckley) and Allison Zimper ( Leelanau County) residents—These citizen members gave public comments regarding concern for their friend. They emphasized the time, energy, and money spent on this friend and their frustration with NLCMHA. They complained that NLCMHA has not been funding the friend's stay at a certain facility in southern Michigan. They asked that the Board review why the CRU failed.

Justin Reed, Traverse City resident- Would like it to be stated in the Bylaws that the Board members are responsible for reporting information back to their County Commissioners.

Carlton Ketchum, Traverse City resident- Would like the Board to consider treating all committee meetings as open meetings, including ad hoc committee meetings. He also wants to know when the Board will see the written HR assessment. Expressed his support for the comment made by Courtney and Allison. Mr. Ketchum’s comments are attached.

**Chief Executive Report-** The Chief Executive Officer’s Report was included in the packet. Brian Martinus discussed items, such as numbers in the Dashboard Report, and answered questions. The Board expressed concern about the percentage of no-shows and what can be done to resolve that. They have requested Mr. Martinus to look into this and find solutions.

**Chief Financial Report**—Laura Argyle presented the Chief Financial Officer Report, which was included in the packet. Ms. Argyle’s report included information on assets, operating revenue, operating expenses,

contracts, and grants, as well as a summary of statements of net position, revenue, and expenses compared to the budget.

The Board asked Richard Carpenter for clarification regarding the Executive Summary he presented during the Committee of the Whole. Mr. Carpenter clarified which matter was more urgent.

According to Mr. Carpenter, the IHC needs to move quickly but could wait a few weeks.

The MI Choice Waiver program is more urgent. It is approximately \$10 million, and the financial scope is significant, along with the planning and care it would take to transition the individuals served.

Mr. Carpenter Strongly encourages the Board to act today or as quickly as reasonably possible.

**MOTION:** Following the recommendation, Divest the MI Choice Waiver Program, notify MDHHS of the intent to divest from the MI Choice Waiver Program subject to legal review and due diligence.

**RESULT:** ADOPTED. [UNANIMOUS]

**MOVER:** T. Lentych

**SECONDER:** M. Marois

**MOTION:** Instruct Executive staff to report back to the Board in 30 days, a plan to divest from the Integrated Health Clinic program.

**RESULT:** ADOPTED. 15 – Y, 1 -N (D. Freedman)

**MOVER:** T. Lentych

**SECONDER:** D. Smallegan

**ORR Report:**

Brian Newcomb, Director of the Office of Recipient Rights, gave the ORR Report, which was included in the packet. There are 87 open investigations. The department is still 100% compliant. Recipient Rights registration is now available digitally. Site visits are 67% completed for the year.

**Northern Michigan Regional Entity Report:** Executive budget proposal for 2025. The budget is getting smaller. The NMRE does not advocate for CCBHC in our area. Expect a resolution soon of what this region is advocating for.

**Assurance Of Organizational Performance:**

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

<b>MOTION:</b>	<b>Receive the findings that Board is 67% in compliance of Policy 2.2 Treatment of Employed Workforce .</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>P. Morris</b>
<b>SECONDER:</b>	<b>R. Pilon</b>

New operational worries:

**Board Means Self-Assessment:**

<b>MOTION</b>	<b>Receive the findings that the Board is 87% in compliance of Policy 3.5 Meeting Agendas and Schedule.</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>S. Powers</b>
<b>SECONDER</b>	<b>P. Morris</b>

**March Monitoring Assignment:**

- 1.0 Consumer and Community Ends
- 3.3 Board Member Code of Conduct
- 3.6 Board Chair Functions

**Governance Policies Discussion and Assessment:**

**Ends - None**

**NLD Minutes & Update**—Mr. McMorrow gave an update on the recent NLD Meeting. The meeting discussed the Bylaws and the Dashboard Report. They identified that they found the data in the Dashboard Report helpful. There was also a discussion of the slate of officers. Ben Townsend and Penny Morris were nominated for Chair, Greg McMorrow for Vice Chair, and Lynn Pope for Secretary. Board members may also express their interest during the Board meeting.

<b>MOTION</b>	<b>Eliminate the COW as a standing meeting prior to all board meetings.</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>T. Lentych</b>
<b>SECONDER</b>	<b>M. Marois</b>

**Staff Reimbursement Policy**

<b>MOTION</b>	<b>Approve \$15 for breakfast, \$20 for lunch, and \$30 for dinner. Standard cost for zip co</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>M. Marois</b>
<b>SECONDER</b>	<b>K. Dahlstrom</b>

**Review North Hope CRU Closure** – deferred.

**Discussion Opioid settlement funds:**

Ms. Dahlstrom mentioned that Grand Traverse County receives money from the marijuana tax. She believes that people should advocate for some of those funds and the opioid funds to be given to NLCMHA. Ms. Penny Morris stated that they had a study session on this topic last week. She suggested that if Kate wants there to be action, then she should show up to the Board of Commissioners meeting and advocate.

**Citizen Comment:**

Pam Harris Kaiser—She stated her support for an earlier citizen comment and urged NLCMHA to partner with Rose Hill. Ms. Kaiser expressed concern about the discussion held earlier regarding the IHC and the staff affected by it. She also referred to the Crisis Welcoming Center, commenting that poor planning for staff safety is not an acceptable reason why the center should not be open 24-7.

Justin Reed – Commented that the building is not equipped with security measures for a 24/7 crisis center, which is not the fault of NLCMHA, and the new Center for Wellness will be fulfilling this need. He stated that we cannot compare ourselves to other CMHS, they have different circumstances.

The Board moved to enter a closed session with the Interim CEO, HR Manager, Executive Secretary, and attorneys present.

<b>MOTION:</b>	<b>Enter closed session pursuant to MCL 15.268(1)(e) to discuss settlement and/or trial strategy in the matter of Blamer v Northern Lakes, et al, et al; Case No. 23-0368777-CD, pending in the Grand Traverse County Circuit Court, because discussion in the open session will be detrimental to the Authority’s financial and/or settlement position; and pursuant to MCL 15.268(1)(h), to consider material exempt from disclosure by statute, more particularly a written legal opinion from Counsel for the Board protected by attorney-client privilege, which is specifically exempted under MCL 15.243(1)(g).</b>
<b>RESULT:</b>	<b>ADOPTED - Roll Call Vote [UNANIMOUS]</b>
<b>MOVER:</b>	<b>B. Townsend</b>
<b>SECONDER</b>	<b>T. Lentych</b>

Closed Session MCL 15.268(1)(e)

The Board came out of closed session.

<b>MOTION</b>	<b>Follow the advice and recommendation of counsel.</b>
<b>RESULT:</b>	<b>ADOPTED. [UNANIMOUS]</b>
<b>MOVER:</b>	<b>M. Marois</b>
<b>SECONDER</b>	<b>C. Blake</b>

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

The Board Chairperson, Ben Townsend, recognized the service of Sherry Powers and Pam Babcock as they are departing from the Board.

Mr. Townsend commented that he would work on the new agenda with the Interim CEO.

**Agenda Planning April 18, 2024 – Traverse City:**

Review North Hope CRU closure – request from Ms. Dahlstrom

Vote on Bylaw revisions

Adjournment: The meeting adjourned at 4:40 pm

Respectfully Submitted,

Ben Townsend, Chairperson

Sherry Powers, Board Secretary

Stacy Maiville, Executive Secretary

## Carlton Ketchum Comments, NLCMH BOD Meeting 3/21/24

In the February Board meeting, I asked the board to consider "treating all committee meetings as open meetings and that the date, time and location (of the committee meetings) be posted on the NLCMH website. In reading the proposed by-laws, I noted that Article 7, Section 1 specifies that "Committee meetings will also be posted as required by the Open Meetings Act." As there is no differentiation between Committee and Ad-hoc Committee meetings either in the by-laws or the Open Meetings Act itself, I'm reminding the Board the obligation to post and conduct committee and ad-hoc committee meetings under the provisions of their bylaws and the Open Meetings act."

Additionally, The January 30 minutes said Rehman would distribute its written Human Resources report at the February meeting. This has not occurred, not has any reference to it been made in the March agenda. My question to the board and CEO is when will this be released?